

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION
4

5 In re:	Bankruptcy Case
6 PG&E CORPORATION,	No. 19-30088 (DM)
7 - and -	
8 PACIFIC GAS AND ELECTRIC	Chapter 11
9 COMPANY,	(Lead Case)
10 Debtors.	(Jointly Administered)

11 CERTIFICATE OF SERVICE
12

13 I, Christina Pullo, depose and say that:

14 1. I am employed by Prime Clerk LLC ("**Prime Clerk**"), the claims, noticing, and
15 solicitation agent for the debtors (collectively, the "**Debtors**") in the above-captioned chapter 11
16 bankruptcy cases. At my direction and under my supervision, employees of Prime Clerk caused the
17 following materials to be served:

- 18 a. a flash drive containing PDF images of the: (1) *Disclosure Statement for Debtors' and*
19 *Shareholder Proponents' Joint Chapter 11 Plan of Reorganization* [Docket No. 6353]
20 with all exhibits thereto, including, among others, the *Debtors' and Shareholder*
21 *Proponents' Joint Chapter 11 Plan of Reorganization Dated March 16, 2020* [Docket
22 No. 6320] and (2) *Order (I) Approving Proposed Disclosure Statement for Debtors' and*
23 *Shareholder Proponents' Joint Chapter 11 Plan of Reorganization; (II) Approving*
24 *Form and Manner of Notice of Hearing on Proposed Disclosure Statement; (III)*
Establishing and Approving Plan Solicitation and Voting Procedures; (IV) Approving
Forms of Ballots, Solicitation Packages, and Related Notices; and (V) Granting Related
Relief [Docket No. 6340] (collectively, the "**Disclosure Statement Flash Drive**");
- 25 b. the Notice of (I) Approval of Disclosure Statement for Debtors' and Shareholder
26 Proponents' Joint Chapter 11 Plan of Reorganization; (II) Establishment and Approval
27 of Record Date, Voting Deadline, and Other Plan Solicitation and Voting Procedures;
28 (III) Approval of Forms of Ballots, Solicitation Packages, and Related Notices; (IV)
Establishment of Plan Confirmation Notice Procedures; and (V) Other Related Relief, a
copy of which is attached hereto as **Exhibit A** (the "**Confirmation Hearing Notice**");

- c. the Supplement to Disclosure Statement for Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization, a copy of which is attached hereto as **Exhibit B** (the "***Disclosure Statement Supplement***");
- d. the Class 3B-IV Utility Funded Debt Claims and Class 10A-II HoldCo Recession or Damage Claims Standard Impaired Debt Ballot for Accepting or Rejecting Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization, a form of which is attached hereto as **Exhibit C** (the "***Funded Debt Ballot***");
- e. the PGE Instruction Sheet to Accompany Provisional Ballots, a copy of which is attached hereto as **Exhibit D** (the "***Ballot Instruction Sheet***");
- f. a pre-addressed, postage paid return envelope (the "***Return Envelope***"), a sample of which is not attached hereto.

2. Unless otherwise stated, at my direction and under my supervision, commencing on May 8, 2020, employees of Prime Clerk caused true and correct copies of the above materials to be served as follows:

- a. the Confirmation Hearing Notice were served via First Class Mail on the parties identified on the service list attached hereto, as **Exhibit E**.
- b. the Disclosure Statement Flash Drive, Confirmation Hearing Notice, Disclosure Statement Supplement, Funded Debt Ballot and Return Envelope were served via First Class Mail on the parties identified on the service list attached hereto, as **Exhibit F**.
- c. the Disclosure Statement Flash Drive, Confirmation Hearing Notice, Disclosure Statement Supplement, Funded Debt Ballot, Ballot Instruction Sheet and Return Envelope was served via First Class Mail on the parties identified on the service lists attached hereto, as **Exhibit G**.

3. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct and that if called upon as a witness, I could and would competently testify thereto.

Executed this 13th day of May 2020, Nassau County, NY.

/s/ CHRISTINA PULLO

Christina Pullo

Exhibit A

WEIL, GOTSHAL & MANGES LLP
 Stephen Karotkin (*pro hac vice*)
 (stephen.karotkin@weil.com)
 Ray C. Schrock, P.C. (*pro hac vice*)
 (ray.schrock@weil.com)
 Jessica Liou (*pro hac vice*)
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*Attorneys for Debtors
 and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
 COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
 No. 19-30088 (DM).*

Chapter 11 Case

No. 19-30088 (DM)

(Lead Case)

(Jointly Administered)

**NOTICE OF (I) APPROVAL OF DISCLOSURE
 STATEMENT FOR DEBTORS' AND
 SHAREHOLDER PROPONENTS' JOINT
 CHAPTER 11 PLAN OF REORGANIZATION;
 (II) ESTABLISHMENT AND APPROVAL OF
 RECORD DATE, VOTING DEADLINE, AND
 OTHER PLAN SOLICITATION AND VOTING
 PROCEDURES; (III) APPROVAL OF FORMS
 OF BALLOTS, SOLICITATION PACKAGES,
 AND RELATED NOTICES;
 (IV) ESTABLISHMENT OF PLAN
 CONFIRMATION NOTICE PROCEDURES;
 AND (V) OTHER RELATED RELIEF**

PLEASE TAKE NOTICE that:

1. **Approval of Disclosure Statement.** By Order, dated March 17, 2020 [Docket No. 6340] (the “**Disclosure Statement and Solicitation Procedures Order**”), the United States Bankruptcy Court for the Northern District of California, San Francisco Division (the “**Bankruptcy Court**”) approved the disclosure statement (the solicitation version of which is filed at Docket No. 6353, together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “**Disclosure Statement**”) for the *Debtors’ and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization dated March 16, 2020* [Docket No. 6320] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “**Plan**”)¹ as having adequate information as provided under section 1125 of title 11 of the United States Code (the “**Bankruptcy Code**”), and also approved certain procedures for the solicitation, distribution, and tabulation of votes to accept or reject the Plan. The Plan is annexed as **Exhibit A** to the Disclosure Statement. The Bankruptcy Court previously set certain dates and deadlines with respect to approval of the Disclosure Statement and confirmation of the Plan by Order, dated February 11, 2020 [Docket No. 5732] (the “**Scheduling Order**”).

2. **The Voting Classes and Record Date.** Only parties that hold Claims against, or Interests in, the Debtors in the following Classes as of March 3, 2020 (the “**Record Date**”) are entitled to vote to accept or reject the Plan (collectively, the “**Voting Classes**”):

The Voting Classes		
Class	Designation	Impairment
Class 5A-I	HoldCo Public Entities Wildfire Claims	Impaired
Class 5A-II	HoldCo Subrogation Wildfire Claims	Impaired
Class 5A-III	HoldCo Fire Victim Claims	Impaired
Class 10A-I	HoldCo Common Interests	Impaired
Class 10A-II	HoldCo Rescission or Damage Claims	Impaired
Class 3B-I	Utility Impaired Senior Note Claims	Impaired
Class 3B-III	Utility Short-Term Senior Note Claims	Impaired
Class 3B-IV	Utility Funded Debt Claims	Impaired
Class 5B-I	Utility Public Entities Wildfire Claims	Impaired

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan or the Disclosure Statement and Solicitation Procedures Order, as applicable.

The Voting Classes		
Class	Designation	Impairment
Class 5B-II	Utility Subrogation Wildfire Claims	Impaired
Class 5B-III	Utility Fire Victim Claims	Impaired

3. **The Voting Deadline.** Votes to accept or reject the Plan must be actually received by the Debtors' solicitation agent, Prime Clerk LLC ("**Prime Clerk**" or the "**Solicitation Agent**"), by no later than **May 15, 2020 at 4:00 p.m. (Prevailing Pacific Time)** (the "**Voting Deadline**") in accordance with the procedures set forth in the Disclosure Statement and Solicitation Procedures Order and the instructions set forth on any Ballot. Failure to follow the voting instructions as set forth in the Disclosure Statement and Solicitation Procedures Order and any applicable Ballot may result in the vote of any such Claim or Interest holder not being counted for purposes of accepting or rejecting the Plan.

4. **The Non-Voting Classes and Other Parties Not Entitled to Vote on the Plan.** Holders of Unimpaired Claims or Interests in the Classes listed below are Unimpaired under the Plan (collectively, the "**Non-Voting Classes**"), are not entitled to vote to accept or reject the Plan, and will not receive a Ballot. Such holders will instead receive a Notice of Non-Voting Status.

The Non-Voting Classes		
Class	Designation	Impairment
Class 1A	HoldCo Other Secured Claims	Unimpaired
Class 2A	HoldCo Priority Non-Tax Claims	Unimpaired
Class 3A	HoldCo Funded Debt Claims	Unimpaired
Class 4A	HoldCo General Unsecured Claims	Unimpaired
Class 5A-IV	HoldCo Ghost Ship Fire Claims	Unimpaired
Class 6A	HoldCo Workers' Compensation Claims	Unimpaired
Class 7A	HoldCo Environmental Claims	Unimpaired
Class 8A	HoldCo Intercompany Claims	Unimpaired
Class 9A	HoldCo Subordinated Debt Claims	Unimpaired
Class 11A	HoldCo Other Interests	Unimpaired
Class 1B	Utility Other Secured Claims	Unimpaired
Class 2B	Utility Priority Non-Tax Claims	Unimpaired
Class 3B-II	Utility Reinstated Senior Note Claims	Unimpaired
Class 3B-V	Utility PC Bond (2008 F and 2010 E) Claims	Unimpaired
Class 4B	Utility General Unsecured Claims	Unimpaired
Class 5B-IV	Utility Ghost Ship Fire Claims	Unimpaired
Class 6B	Utility Workers' Compensation Claims	Unimpaired
Class 7B	2001 Utility Exchange Claims	Unimpaired
Class 8B	Utility Environmental Claims	Unimpaired
Class 9B	Utility Intercompany Claims	Unimpaired
Class 10B	Utility Subordinated Debt Claims	Unimpaired

The Non-Voting Classes		
Class	Designation	Impairment
Class 11B	Utility Preferred Interests	Unimpaired
Class 12B	Utility Common Interests	Unimpaired

In addition, pursuant to the Disclosure Statement and Solicitation Procedures Order, the following holders of Claims and Interests **are not** entitled to vote to accept or reject the Plan:

- (a) Any holder of a Claim that was not listed in the Schedules or was listed as contingent, unliquidated, disputed, in the amount of \$0.00, or unknown, and a Proof of Claim was not (i) filed by the applicable Bar Date or (ii) deemed timely filed by an Order of the Bankruptcy Court before the Voting Deadline unless the Debtors have consented in writing;
- (b) Any holder of a Claim that is the subject of an objection or request for estimation filed by February 21, 2020 at 4 p.m. (Prevailing Pacific Time);
- (c) Any holder of a Claim (i) filed in the amount of \$0.00, (ii) where, as of the Record Date, the outstanding amount of a Claim is not greater than \$0.00, or (iii) where a Claim has been disallowed, expunged, disqualified, or suspended; and
- (d) Claimholders who are otherwise disqualified from voting to accept or reject the Plan pursuant to the procedures set forth in the Solicitation Procedures and Disclosure Statement Order.

5. **Objections to Claims or Requests to Estimate for Voting Purposes.** If an objection to, or request for estimation of, a Claim has been filed and served by any party in interest with appropriate standing by the deadline set forth in the Scheduling Order (February 21, 2020, at 4:00 p.m. (Prevailing Pacific Time)), such Claim shall be temporarily disallowed or estimated for voting purposes only with respect to the Plan and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection or request for estimation; *provided*, that the deadline for any party in interest with appropriate standing to file and serve an objection to, or request for estimation of, any timely filed HoldCo Rescission or Damage Claim has been extended through and including May 1, 2020, at 4:00 p.m. (Prevailing Pacific Time).

6. **Rule 3018 Motions.** Pursuant to the Scheduling Order, if you timely filed a Proof of Claim or Interest and disagreed with the Debtors' classification of, objection to, or request for estimation of, your Claim or Interest and believe that you should have been be entitled to vote to accept or reject the Plan, then you were required to file and serve a motion, pursuant to Bankruptcy Rule 3018(a) (a

1 “**3018 Motion**”), to temporarily allow such Claim or Interest in a different amount or in a different Class
2 for purposes of voting to accept or reject the Plan by March 6, 2020 at 4:00 p.m. (Prevailing Pacific
3 Time), unless such deadline has been extended by agreement of the Debtors; *provided, however*, that,
4 notwithstanding anything in the Disclosure Statement and Solicitation Procedures Order or the
5 Scheduling Order to the contrary, the deadline for any holder of a timely filed HoldCo Rescission or
6 Damage Claim to file a 3018 Motion has been extended through and including April 23, 2020, at 4:00
7 p.m. (Prevailing Pacific Time). 3018 Motions that were not timely filed and served in accordance with
8 the Scheduling Order shall not be considered. The rights of the Debtors and any other party in interest
9 to respond or object to any 3018 Motion are hereby expressly reserved. Any claimant or interest holder
10 that timely filed a 3018 Motion will be provided with a Ballot and such Ballot will be counted in
11 accordance with the procedures set forth in the Disclosure Statement and Solicitation Procedures Order,
12 unless temporarily allowed in a different amount by an Order of the Court entered prior to the Voting
13 Deadline. For the avoidance of doubt, and notwithstanding any other provision in the Disclosure
14 Statement and Solicitation Procedures to the contrary, any amount that is established or determined by
15 the Court in connection with a timely filed 3018 Motion shall be allowed in the amount determined by
16 the Court for voting purposes only with respect to the Plan, and not for purposes of allowance or
17 distribution;²

18 7. **The Confirmation Hearing.** Pursuant to the Scheduling Order, the hearing (the
19 “**Confirmation Hearing**”) to consider confirmation of the Plan will be held on **May 27, 2020 at 10:00**
20 **a.m. (Pacific Time)**, before the Honorable Dennis Montali, United States Bankruptcy Judge, in
21 Courtroom 17 of the Bankruptcy Court, 450 Golden Gate Avenue, 18th Floor, San Francisco, California
22 94102. Pursuant to the *Order re: Coronavirus Disease Public Health Emergency*, General Order 38
23 (N.D. Cal. Mar. 18, 2020), **all hearings through May 1, 2020 will be conducted telephonically and**
24 **the courtroom will be closed.** Although the Confirmation Hearing is scheduled for May 27, 2020,

25 _____
26 ² Claimants may contact PG&E Ballot Processing, c/o Prime Clerk, LLC, One Grand Central Place, 60
27 East 42nd Street, Suite 1440, New York, NY 10165, by telephone at 844-339-4217 (domestic) or 929-
28 333-8977 (international), or by e-mail to pgeinfo@primeclerk.com to receive an appropriate Ballot for
any Claim for which a proof of claim has been timely filed and a 3018 Motion has been filed.

parties are encouraged to check back as to the status of the Confirmation Hearing or the manner in which the Confirmation Hearing will be conducted with the Clerk of the Bankruptcy Court (the “Clerk”) by visiting at <http://www.canb.uscourts.gov/> or with Prime Clerk by visiting the case website at <https://restructuring.primeclerk.com/pge> (the “Case Website”).³ The procedures for filing responses and objections to confirmation of the Plan are set forth below. The Confirmation Hearing and the deadlines related thereto may be continued from time to time by the Bankruptcy Court without further notice other than announcement by the Bankruptcy Court in open Court, as indicated in any notice of agenda of matters scheduled for hearing filed with the Bankruptcy Court, or on the docket. The Plan may be modified, if necessary, before, during, or because of the Confirmation Hearing, without further notice to interested parties.

8. **Objections to Confirmation of the Plan.** Responses and objections to confirmation of the Plan must:

- (a) Be in writing;
- (b) State the name and address of the objecting party and the amount and nature of the Claim or Interest of such party;
- (c) State with particularity the basis and nature of any objection with respect to the Plan;
- (d) Conform to the Bankruptcy Rules, the Bankruptcy Local Rules for the United States District Court for the Northern District of California, the *Order Establishing Procedures for Disclosure Statement and Confirmation Hearing* (N.D. Cal. May 2017) (Montali, J.), and the Scheduling Order; and
- (e) Be filed with the Bankruptcy Court and served in accordance with Bankruptcy Rule 3020(b)(1) so as to be actually received on or before **4:00 p.m. (Prevailing Pacific Time) on May 15, 2020** (the “**Objection Deadline**”) by the following parties (the “**Notice Parties**”):
 - (i) Clerk, U.S. Bankruptcy Court for the Northern District of California, 450 Golden Gate Avenue, 18th Floor, San Francisco, California 94102;

³ All parties who wish to appear at hearings must make arrangements to appear telephonically with CourtCall at 1-866-582-6878 no later than 4:00 p.m. (Pacific Time) on the day before the hearing. Further information regarding telephonic appearances via CourtCall can be found on the court’s website, at the following location: <http://www.canb.uscourts.gov/procedure/district-oakland-san-jose-san-francisco/policy-and-procedure-appearances-telephone>.

- (ii) The Debtors, c/o PG&E Corporation and Pacific Gas and Electric Company, 77 Beale Street, P.O. Box 770000, San Francisco, California 94177 (Attn: Janet Loduca, Esq.);
- (iii) The attorneys for the Debtors, (A) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Stephen Karotkin, Esq. (stephen.karotkin@weil.com), Jessica Liou, Esq. (jessica.liou@weil.com), and Matthew Goren, Esq. (matthew.goren@weil.com)), (B) Keller Benvenutti Kim LLP, 650 California Street, Suite 1900, San Francisco, California 94108 (Attn: Tobias S. Keller, Esq. (tkeller@kbbkllp.com) and Jane Kim, Esq. (jkim@kbbkllp.com)), and (C) Cravath, Swaine & Moore LLP, Worldwide Plaza, 825 Eighth Avenue, New York, New York 10019 (Attn: Paul H. Zumbro, Esq. (pzumbro@cravath.com), Kevin J. Orsini, Esq. (korsini@cravath.com), and Omid H. Nasab, Esq. (onasab@cravath.com));
- (iv) The U.S. Trustee, 450 Golden Gate Avenue, 5th Floor, Suite 05-0153, San Francisco, California 94102 (Attn: James L. Snyder, Esq. (James.L.Snyder@usdoj.gov) and Timothy Laffredi, Esq. (Timothy.S.Laffredi@usdoj.gov));
- (v) The attorneys for the administrative agent under the Debtors' debtor-in-possession financing facility, (A) Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (Attn: Kristopher M. Hansen, Esq. (khansen@stroock.com), Erez E. Gilad, Esq. (egilad@stroock.com), and Matthew G. Garofalo, Esq. (mgarofalo@stroock.com)) and (B) Stroock & Stroock & Lavan LLP, 2029 Century Park East, Los Angeles, California 90067-3086 (Attn: Frank A. Merola, Esq. (fmerola@stroock.com));
- (vi) The attorneys for the collateral agent under the Debtors' debtor-in-possession financing facility, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Eli J. Vonnegut, Esq. (eli.vonnegut@davispolk.com), David Schiff, Esq. (david.schiff@davispolk.com), and Timothy Graulich, Esq. (timothy.graulich@davispolk.com));
- (vii) The attorneys for the CPUC, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064 (Attn: Alan W. Kornberg, Esq. (akornberg@paulweiss.com), Brian S. Hermann, Esq. (bhermann@paulweiss.com), Walter R. Rieman, Esq. (wrieman@paulweiss.com), Sean A. Mitchell, Esq. (smitchell@paulweiss.com), and Neal P. Donnelly, Esq. (ndonnelly@paulweiss.com));
- (viii) The attorneys for the Creditors Committee, (A) Milbank LLP, 55 Hudson Yards, New York, New York 10001-2163 (Attn: Dennis F. Dunne, Esq. (DDunne@milbank.com) and Samuel A. Kahlil, Esq. (skahlil@milbank.com)) and (B) Milbank LLP, 2029 Century Park East, 33rd Floor, Los Angeles, California 90067 (Attn: Gregory A. Bray, Esq. (GBray@milbank.com) and Thomas R. Kreller, Esq. (TKreller@milbank.com));
- (ix) The attorneys for the Tort Claimants Committee, (A) Baker & Hostetler LLP, 1160 Battery Street, Suite 100, San Francisco, California 94111 (Attn: Robert A. Julian, Esq. (rjulian@bakerlaw.com) and Cecily A. Dumas,

Esq. (cdumas@bakerlaw.com)) and (B) Baker & Hostetler LLP, 11601 Wilshire Boulevard, Suite 1400, Los Angeles, California, 90025-0509 (Attn: Eric E. Sagerman, Esq. (esagerman@bakerlaw.com) and Lauren T. Attard, Esq. (lattard@bakerlaw.com));

(x) The attorneys for the Ad Hoc Group of Subrogation Claim Holders, (A) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019-6099 (Attn: Matthew A. Feldman, Esq. (mfeldman@willkie.com), Joseph G Minias Esq. (jminias@willkie.com), Benjamin P. McCallen Esq. (bmccallen@willkie.com), and Daniel I. Forman Esq. (dforman@willkie.com) and (B) Diemer & Wei, LLP, 100 West San Fernando Street, Suite 555, San Jose, California 95113 (Attn: Kathryn S. Diemer (kdiemer@diemerwei.com));

(xi) The attorneys for the Shareholder Proponents, Jones Day, 555 South Flower Street, Fiftieth Floor, Los Angeles, California 90071-2300 (Attn: Bruce S. Bennett, Esq. (bbennett@jonesday.com), Joshua M. Mester, Esq. (jmester@jonesday.com), and James O. Johnston, Esq. (jjohnston@jonesday.com)); and

(xii) The attorneys for the Ad Hoc Committee of Senior Unsecured Noteholders, (A) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York, 10036 (Attn: Michael S. Stamer, Esq. (mstamer@akingump.com), Ira S. Dizengoff, Esq. (idizengoff@akingump.com), David H. Botter, Esq. (dbotter@akingump.com), Abid Qureshi, Esq. (aqureshi@akingump.com) and (B) Akin Gump Strauss Hauer & Feld LLP, 580 California Street, Suite 1500, San Francisco, California 94104 (Attn: Ashley Vinson Crawford, Esq. (avcrawford@akingump.com)).

IF ANY OBJECTION TO CONFIRMATION OF THE PLAN IS NOT TIMELY FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO CONFIRMATION OF THE PLAN AND MAY NOT BE HEARD AT THE CONFIRMATION HEARING.

PURSANT TO THE SCHEDULING ORDER, PRINCIPAL COUNSEL REPRESENTING A PARTY, OR ANY PRO SE PARTY, OBJECTING TO CONFIRMATION OF THE PLAN MUST APPEAR IN PERSON AT A PRE-CONFIRMATION SCHEDULING CONFERENCE ON MAY 19, 2020 AT 10:00 AM (PREVAILING PACIFIC TIME) TO DISCUSS SCHEDULING ANY EVIDENTIARY MATTERS TO BE DEALT WITH IN CONNECTION WITH THE CONFIRMATION HEARING AND SCHEDULING FOR BRIEFING OF CONTESTED LEGAL ISSUES. FAILURE TO APPEAR MAY RESULT IN THE OBJECTION BEING STRICKEN.

1 **9. Plan Releases. INFORMATION REGARDING CERTAIN INJUNCTIONS,**
2 **EXCULPATIONS, AND RELEASES UNDER THE PLAN IS SET FORTH ON ANNEX A**
3 **HERETO. YOU SHOULD CAREFULLY REVIEW THE PLAN AND THE INFORMATION**
4 **ON ANNEX A IN ITS ENTIRETY AS IT MAY AFFECT YOUR RIGHTS.**

5 **10. Executory Contracts and Unexpired Leases.** Pursuant to the Plan, as of, and subject
6 to, the occurrence of the Effective Date of the Plan and the payment of any applicable Cure Amount (as
7 defined in the Plan), all executory contracts and unexpired leases of the Reorganized Debtors shall be
8 deemed assumed, unless such executory contract or unexpired lease (i) was previously assumed or
9 rejected by the Debtors, pursuant to a Final Order (as defined in the Plan), (ii) previously expired or
10 terminated pursuant to its own terms or by agreement of the parties thereto, (iii) is the subject of a motion
11 to assume, assume and assign, or reject filed by the Debtors on or before the Confirmation Date (as
12 defined in the Plan), or (iv) is specifically designated as an executory contract or unexpired lease to be
13 rejected on the Schedule of Rejected Contracts (as defined in the Plan) by the Debtors. The Debtors
14 shall serve all applicable notices regarding cure amounts or rejection as set forth in the Plan on the
15 appropriate parties no later than fourteen (14) days before the Objection Deadline.

16 **11. Additional Information.** Copies of the Disclosure Statement, the Disclosure Statement
17 and Solicitation Procedures Order, the Plan, and the other solicitation materials are on file with the Clerk
18 and may be examined by interested parties on the Case Website. Copies of the Disclosure Statement,
19 the Disclosure Statement and Solicitation Procedures Order, the Plan, and the other solicitation materials
20 may also be: (i) examined by interested parties during normal business hours at the office of the Clerk;
21 (ii) accessed for a fee via PACER at <http://www.canb.uscourts.gov/>; and (iii) obtained by written request
22 to the Solicitation Agent, at the address or e-mail address set forth below:
23
24
25
26
27
28

If by e-mail to:

pgeinfo@primeclerk.com

**If by standard, overnight, or
hand delivery:**

PG&E Information
c/o Prime Clerk, LLC
60 East 42nd Street
Suite 1440
New York, NY 10165

**THE SOLICITATION AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE
LEGAL ADVICE.**

Dated: March 18, 2020

WEIL, GOTSHAL & MANGES LLP

KELLER BENVENUTTI KIM LLP

By: /s/ Stephen Karotkin
Stephen Karotkin

*Attorneys for Debtors
and Debtors in Possession*

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153-0119

ANNEX A

NOTICE OF INJUNCTION, EXCULPATION AND RELEASE PROVISIONS⁴

Binding Effect, Injunctions, Exculpations, and Releases. If the Plan is confirmed by the Bankruptcy Court, the Plan, including the injunctions, exculpations, and releases contained in, among others, Sections 4.6(a), 4.7(a), 4.25(e), 4.26(b), 6.4(a), 6.7(a), 10.3, 10.4, 10.5, 10.6, 10.7, 10.8, and 10.9 thereof, will be binding on you, regardless of whether you are Impaired under the Plan and whether you have accepted the Plan. If the Plan is confirmed by the Bankruptcy Court, the following key injunction, exculpation, and release provisions will apply, subject to such definitions, other provisions, and exceptions contained in the Plan that may be applicable. **YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MAY BE AFFECTED THEREUNDER:**

Section 10.6 – Injunction.

- (a) Except as otherwise provided in this Plan or in the Confirmation Order, as of the entry of the Confirmation Order but subject to the occurrence of the Effective Date, all Persons who have held, hold, or may hold Claims or Interests are, with respect to any such Claim or Interest, permanently enjoined after the entry of the Confirmation Order from: (i) commencing, conducting, or continuing in any manner, directly or indirectly, any suit, action, or other proceeding of any kind (including, any proceeding in a judicial, arbitral, administrative, or other forum) against or affecting, directly or indirectly, a Debtor, a Reorganized Debtor, or an estate or the property of any of the foregoing, or any direct or indirect transferee of any property of, or direct or indirect successor in interest to, any of the foregoing Persons mentioned in this subsection (i) or any property of any such transferee or successor; (ii) enforcing, levying, attaching (including any prejudgment attachment), collecting, or otherwise recovering in any manner or by any means, whether directly or indirectly, any judgment, award, decree, or order against a Debtor, a Reorganized Debtor, or an estate or its property, or any direct or indirect transferee of any property of, or direct or indirect successor in interest to, any of the foregoing Persons mentioned in this subsection (ii) or any property of any such transferee or successor; (iii) creating, perfecting, or otherwise enforcing in any manner, directly or indirectly, any encumbrance of any kind against a Debtor, a Reorganized Debtor, or an estate or any of its property, or any direct or indirect transferee of any property of, or successor in interest to, any of the foregoing Persons mentioned in this subsection (iii) or any property of any such transferee or successor; (iv) acting or proceeding in any manner, in any place whatsoever, that does not conform to or comply with the provisions of this Plan to the full extent permitted by applicable law; and (v) commencing or continuing, in any manner

⁴ Capitalized terms used in this Annex but not otherwise defined shall have the meanings ascribed to such terms in the Plan.

or in any place, any action that does not comply with or is inconsistent with the provisions of this Plan; *provided*, that nothing contained herein shall preclude such Persons who have held, hold, or may hold Claims against a Debtor or an estate from exercising their rights, or obtaining benefits, pursuant to and consistent with the terms of this Plan, the Confirmation Order, or any other agreement or instrument entered into or effectuated in connection with the consummation of the Plan.

- (b) By accepting distributions pursuant to this Plan, each holder of an Allowed Claim will be deemed to have affirmatively and specifically consented to be bound by this Plan, including, the injunctions set forth in this Section.

Section 10.7 – Channeling Injunction.

- (a) The sole source of recovery for holders of Subrogation Wildfire Claims and Fire Victim Claims shall be from the Subrogation Wildfire Trust and the Fire Victim Trust, as applicable. The holders of such Claims shall have no recourse to or Claims whatsoever against the Reorganized Debtors or their assets and properties. Consistent with the foregoing, all Persons that have held or asserted, or that hold or assert any Subrogation Wildfire Claim or Fire Victim Claim shall be permanently and forever stayed, restrained, and enjoined from taking any action for the purpose of directly or indirectly collecting, recovering, or receiving payments, satisfaction, or recovery from any Reorganized Debtor or its assets and properties with respect to any Fire Claims, including all of the following actions:

- (i) commencing, conducting, or continuing, in any manner, whether directly or indirectly, any suit, action, or other proceeding of any kind in any forum with respect to any such Fire Claim, against or affecting any Reorganized Debtor, or any property or interests in property of any Reorganized Debtor with respect to any such Fire Claim;
- (ii) enforcing, levying, attaching, collecting or otherwise recovering, by any manner or means, or in any manner, either directly or indirectly, any judgment, award, decree or other order against any Reorganized Debtor or against the property of any Reorganized Debtor with respect to any such Fire Claim;
- (iii) creating, perfecting, or enforcing in any manner, whether directly or indirectly, any Lien of any kind against any Reorganized Debtor or the property of any Reorganized Debtor with respect to any such Fire Claims;
- (iv) asserting or accomplishing any setoff, right of subrogation, indemnity, contribution, or recoupment of any kind, whether directly or indirectly, against any obligation due to any Reorganized Debtor or against the property of any Reorganized Debtor with respect to any such Fire Claim; and
- (v) taking any act, in any manner, in any place whatsoever, that does not conform to, or comply with, the provisions of the Plan Documents, with respect to any such Fire Claim.

- (b) Reservations. Notwithstanding anything to the contrary in this Section 10.7 of the Plan, this Channeling Injunction shall not enjoin:

(i) the rights of holders of Subrogation Fire Claims and Fire Victim Claims to the treatment afforded them under the Plan, including the right to assert such Claims in accordance with the applicable Wildfire Trust Agreements solely against the applicable Wildfire Trust whether or not there are funds to pay such Fire Claims; and

(ii) the Wildfire Trusts from enforcing their rights under the Wildfire Trust Agreements.

(c) **Modifications.** There can be no modification, dissolution, or termination of the Channeling Injunction, which shall be a permanent injunction.

(d) **No Limitation on Channeling Injunction.** Nothing in the Plan, the Confirmation Order, or the Wildfire Trust Agreements shall be construed in any way to limit the scope, enforceability, or effectiveness of the Channeling Injunction provided for herein and in the Confirmation Order.

(e) **Bankruptcy Rule 3016 Compliance.** The Debtors' compliance with the requirements of Bankruptcy Rule 3016 shall not constitute an admission that the Plan provides for an injunction against conduct not otherwise enjoined under the Bankruptcy Code.

Section 10.8 - Exculpation. Notwithstanding anything herein to the contrary, and to the maximum extent permitted by applicable law, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), no Exculpated Party shall have or incur, and each Exculpated Party is hereby released and exculpated from, any Claim, Interest, obligation, suit, judgment, damage, demand, debt, right, Cause of Action, loss, remedy, or liability for any claim (including, but not limited to, any claim for breach of any fiduciary duty or any similar duty) in connection with or arising out of the administration of the Chapter 11 Cases; the negotiation and pursuit of the Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the Plan Funding, the DIP Facilities, the Disclosure Statement, the Plan, the Restructuring Transactions, the Wildfire Trusts (including the Plan Documents, the Claims Resolution Procedures and the Wildfire Trust Agreements), or any agreement, transaction, or document related to any of the foregoing, or the solicitation of votes for, or confirmation of, this Plan; the funding of this Plan; the occurrence of the Effective Date; the administration of this Plan or the property to be distributed under this Plan; any membership in (including, but not limited to, on an *ex officio* basis), participation in, or involvement with the Statutory Committees; the issuance of Securities under or in connection with this Plan; or the transactions in furtherance of any of the foregoing; except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud or willful misconduct, but in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to this Plan. The Exculpated Parties and each of their respective affiliates, agents, directors, officers, employees, advisors, and attorneys have acted in compliance with the applicable provisions of the Bankruptcy Code with regard to the solicitation and distributions pursuant to this Plan and, therefore, are not, and on account of such distributions shall not be, liable at any time for the violation of any applicable law, rule, or regulation governing the solicitation of acceptances or rejections of this Plan or such distributions made pursuant to this Plan, including the issuance of Securities thereunder. This exculpation shall be in addition to, and not in limitation of, all other releases, indemnities, exculpations, and any other applicable law or rules protecting such Exculpated Parties from liability.

Section 10.9 – Releases.

(a) ***Releases by the Debtors.*** As of and subject to the occurrence of the Effective Date, except for the rights that remain in effect from and after the Effective Date to enforce this Plan and the Plan Documents, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), for good and valuable consideration, the adequacy of which is hereby confirmed, including, the service of the Released Parties to facilitate the reorganization of the Debtors, the implementation of the Restructuring, and except as otherwise provided in this Plan or in the Confirmation Order, the Released Parties are deemed forever released and discharged, to the maximum extent permitted by law and unless barred by law, by the Debtors, the Reorganized Debtors, and the Debtors' estates, in each case on behalf of themselves and their respective successors, assigns, and representatives and any and all other Entities who may purport to assert any Cause of Action derivatively, by or through the foregoing Entities, from any and all claims, interests, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, remedies, or liabilities whatsoever, including any derivative claims, asserted or assertable on behalf of the Debtors, the Reorganized Debtors, or the Debtors' estates, whether known or unknown, foreseen or unforeseen, existing or hereinafter arising, in law, equity, or otherwise, that the Debtors, the Reorganized Debtors, or the Debtors' estates would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other Entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Chapter 11 Cases, the Fires, the purchase, sale, or rescission of the purchase or sale of any Security of the Debtors or the Reorganized Debtors, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in this Plan, the business or contractual arrangements between any Debtor and any Released Party, the DIP Facilities, the Plan Funding, the Restructuring, the restructuring of any Claim or Interest before or during the Chapter 11 Cases, the Restructuring Transactions, the Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the negotiation, formulation, or preparation of the Disclosure Statement and this Plan and related agreements, instruments, and other documents (including the Plan Documents, the Claims Resolution Procedures, the Wildfire Trust Agreements, Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, and the Exit Financing Documents), the solicitation of votes with respect to this Plan, any membership (including, but not limited to, on an *ex officio* basis), participation in, or involvement with the Statutory Committees, or any other act or omission, transaction, agreement, event, or other occurrence, and in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to this Plan.

(b) ***Releases by Holders of Claims and Interests.*** As of and subject to the occurrence of the Effective Date, except for the rights that remain in effect from and after the Effective Date to enforce the Plan and the Plan Documents, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), for good and valuable consideration, the adequacy of which is hereby confirmed, including, the service of the Released Parties to facilitate the reorganization of the Debtors and the implementation of the Restructuring, and except as otherwise provided in the Plan or in the Confirmation Order, the Released Parties, are deemed forever released and discharged, to the maximum extent permitted by law and

unless barred by law, by the Releasing Parties from any and all claims, interests, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, remedies, and liabilities whatsoever, including any derivative claims, asserted or assertable on behalf of the Debtors, and any claims for breach of any fiduciary duty (or any similar duty), whether known or unknown, foreseen or unforeseen, existing or hereinafter arising, in law, equity, or otherwise, that such holders or their affiliates (to the extent such affiliates can be bound) would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other Entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Fires, the Chapter 11 Cases, the purchase, sale, or rescission of the purchase or sale of any Security of the Debtors or the Reorganized Debtors, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between any Debtor and any Released Party, the DIP Facilities, the Plan Funding, the Restructuring, the restructuring of any Claim or Interest before or during the Chapter 11 Cases, the Restructuring Transactions, the Public Entities Plan Support Agreement, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the negotiation, formulation, or preparation of the Disclosure Statement, the Plan and related agreements, instruments, and other documents (including the Plan Documents, the Claims Resolution Procedures, the Wildfire Trust Agreements, Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, and the Exit Financing Documents), the solicitation of votes with respect to the Plan, any membership in (including, but not limited to, on an ex officio basis), participation in, or involvement with the Statutory Committees, or any other act or omission, transaction, agreement, event, or other occurrence, and in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan. Notwithstanding the above, the holders of Environmental Claims, Workers' Compensation Claims and 2001 Utility Exchange Claims retain the right to assert such Claims against the Reorganized Debtors in accordance with the terms of the Plan; and nothing herein shall be deemed to impose a release by holders of Fire Victim Claims of insurance claims arising under their insurance policies against holders of Subrogation Wildfire Claims, other than any rights such holder may elect to release as part of any settlement as set forth in Section 4.25(f)(ii) hereof.

- (c) *Only Consensual Non-Debtor Releases.* Except as set forth under Section 4.25(f)(ii) hereof, for the avoidance of doubt, and notwithstanding any other provision of this Plan, nothing in the Plan is intended to, nor shall the Plan be interpreted to, effect a nonconsensual release by a holder of a Claim in favor of a party that is not a Debtor, it being acknowledged that such holder shall be deemed to release a party that is not a Debtor under the Plan solely to the extent that such holder consensually elects to provide such Plan release in accordance with the opt-in release procedures set forth herein or in any applicable Ballot. The holder of a Claim shall receive the same amount of consideration under the Plan whether or not such holder elects to release a party that is not a Debtor in accordance with the opt-in release procedures set forth herein or in any applicable Ballot.
- (d) *Release of Liens.* Except as otherwise specifically provided in the Plan or in any contract, instrument, release, or other agreement or document created pursuant to the Plan, including the Exit Financing Documents, on the Effective Date and concurrently with the applicable

distributions made pursuant to the Plan and, in the case of a Secured Claim, satisfaction in full of the portion of the Secured Claim that is Allowed as of the Effective Date, all mortgages, deeds of trust, Liens, pledges, or other security interests against any property of the estates shall be fully released and discharged, and all of the right, title, and interest of any holder of such mortgages, deeds of trust, Liens, pledges, or other security interests shall revert to the Reorganized Debtors and their successors and assigns, in each case, without any further approval or order of the Bankruptcy Court and without any action or filing being required to be made by the Debtors.

- (e) *Waiver of Statutory Limitations on Releases.* Each releasing party in any general release contained in the Plan expressly acknowledges that although ordinarily a general release may not extend to claims which the releasing party does not know or suspect to exist in his favor, which if known by it may have materially affected its settlement with the party released, each releasing party has carefully considered and taken into account in determining to enter into the above releases the possible existence of such unknown losses or claims. Without limiting the generality of the foregoing, and solely with respect to any general release under this Plan, each releasing party expressly waives any and all rights conferred upon it by any statute or rule of law which provides that a release does not extend to claims which the claimant does not know or suspect to exist in its favor at the time of executing the release, which if known by it may have materially affected its settlement with the released party, including the provisions of California Civil Code section 1542. The releases contained in this Article X of the Plan are effective regardless of whether those released matters are presently known, unknown, suspected or unsuspected, foreseen or unforeseen.
- (f) *Injunction Related to Releases and Exculpation.* The Confirmation Order shall permanently enjoin the commencement or prosecution by any Person or Entity, whether directly, derivatively, or otherwise, of any Claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, or liabilities released pursuant to this Plan, including, the claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, and liabilities released or exculpated in this Plan. For the avoidance of doubt, this injunction shall not apply to the rights of the Fire Victims Trust to prosecute and settle any Assigned Rights and Causes of Action solely to the extent provided for in the Plan. Notwithstanding the above, the holders of Environmental Claims, Workers' Compensation Claims and 2001 Utility Exchange Claims retain the right to assert such Claims against the Reorganized Debtors in accordance with the terms of the Plan.
- (g) *No Release or Exculpation of Assigned Rights and Causes of Action.* Notwithstanding any other provision of the Plan, including anything in Section 10.8 and/or 10.9, the releases, discharges, and exculpations contained in this Plan shall not release, discharge, or exculpate any Person from the Assigned Rights and Causes of Action.

Exhibit B

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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:**PG&E CORPORATION,****- and -****PACIFIC GAS AND ELECTRIC
COMPANY,****Debtors.**

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM)*

Bankruptcy Case
 No. 19-30088 (DM)
 Chapter 11
 (Lead Case)
 (Jointly Administered)

**SUPPLEMENT TO DISCLOSURE
STATEMENT FOR DEBTORS' AND
SHAREHOLDER PROPONENTS' JOINT
CHAPTER 11 PLAN OF
REORGANIZATION**

[Related Dkt. No. 6353]

ON MARCH 17, 2020, THE BANKRUPTCY COURT APPROVED THE DISCLOSURE STATEMENT FOR DEBTORS' AND SHAREHOLDER PROPONENTS' JOINT CHAPTER 11 PLAN OF REORGANIZATION (THE SOLICITATION VERSION OF WHICH IS FILED AT DOCKET NO. 6353, TOGETHER WITH ALL SCHEDULES AND EXHIBITS THERETO, AND AS MAY BE MODIFIED, AMENDED, OR SUPPLEMENTED FROM TIME TO TIME, THE "DISCLOSURE STATEMENT").¹

THE FOLLOWING INFORMATION RELATES TO CERTAIN EVENTS THAT OCCURRED AFTER THE APPROVAL OF THE DISCLOSURE STATEMENT AND SUPPLEMENTS THE DISCLOSURE STATEMENT. ALL CREDITORS AND HOLDERS OF EQUITY INTERESTS ARE ENCOURAGED TO READ THIS SUPPLEMENT, THE DISCLOSURE STATEMENT AND THE PLAN IN THEIR ENTIRETY.

A. Governor's Letter Regarding Compliance with Wildfire Legislation and Recent Motion Filed with the Bankruptcy Court

As set forth in Section III.B of the Disclosure Statement, on December 13, 2019, Governor Gavin Newsom (the "**Governor**" and his office, the "**Governor's Office**") sent a letter [Docket No. 5138] (the "**December 13 Letter**") to the Utility's management stating, among other things, that the Governor believed that the draft *Debtors' and Shareholder Proponents' Joint Chapter 11 Plan of Reorganization* shared on December 6, 2019 with the Governor's Office (the "**December 6 Plan**") did not comply with AB 1054. The Governor's December 13 Letter set forth a number of governance and management requirements that the Governor believed were necessary to comply with AB 1054. The Governor's December 13 Letter further stated that the capital structure set forth in the December 6 Plan would contribute to a reorganized company that, in the Governor's view, would not be positioned to provide safe, reliable, and affordable electric service. The Disclosure Statement further states that the Debtors and the Governor's Office have been in continuing discussions as to these matters.

As previously disclosed, in response to the concerns raised by the Governor, the Debtors have committed to a number of changes in connection with the Plan regarding governance, operations and financial structure, together designed to prioritize safety and expedite the Debtors' successful emergence from chapter 11.

In addition, on March 20, 2020 the Debtors filed a motion [Docket No. 6398] (the "**CRCP**

¹ Unless otherwise defined, capitalized terms used herein have the meanings given to such terms in the Disclosure Statement.

Motion”) with the Bankruptcy Court for entry of an order approving a case resolution contingency process to address the circumstance in which the Plan is not confirmed or the Plan fails to go effective in accordance with certain required dates (the “**Case Resolution Contingency Process**”). As further described in the CRCP Motion, the Case Resolution Contingency Process contemplates a process for the sale of PG&E Corporation or the Utility in the event that the Plan is not confirmed or the Plan fails to go effective in accordance with certain required dates, including the appointment of a Chief Restructuring Officer to manage such process. The Case Resolution Contingency Process also contemplates an operational observer selected by the state of California.

In addition, the CRCP Motion describes certain other commitments that the Debtors have agreed to undertake in connection with the confirmation process and implementation of the Plan (the “**Other Commitments**”). The Other Commitments (which are described in more detail below) include, among other things, a limitation on the ability of Reorganized PG&E Corporation to pay dividends over a period of time after emergence from chapter 11; commitments by the Utility with respect to cost recovery of amounts paid in respect of “Fire Claims” under the Plan; the terms of a purchase option in favor of the state of California (which would be exercisable only in limited circumstances); and commitments with respect to the Utility’s utilization of wildfire-related net operating losses.

Also on March 20, 2020, counsel for the Governor filed a statement with the Bankruptcy Court in support of the CRCP Motion [Docket No. 6402] (the “**Governor’s Statement**”). The Governor’s Statement indicates that entry of an order approving the CRCP Motion is a critical component of the Governor’s willingness to support the Plan and that, in the Governor’s view, the relief requested in the CRCP Motion responds to the Governor’s previously stated concerns. In the Governor’s Statement, the Governor further stated that a rate-neutral securitization transaction pursuant to Senate Bill 901 that meets all legal requirements as determined by the California Public Utilities Commission (“**CPUC**”) would, in the Governor’s judgment, be in the public interest, as it would strengthen the going-forward business and support the reorganized Utility’s ability to provide safe, reliable, affordable and clean energy to its customers. The Governor’s Statement also indicates that the Governor believes that if the CRCP Motion is granted and the CPUC approves the Plan with the governance, financial and operational

provisions submitted to the CPUC by the Utility or otherwise agreed by the Utility, with any modifications the CPUC believes appropriate or necessary, the Plan will, in the Governor's judgment, be compliant with Assembly Bill 1054.

A hearing in the Bankruptcy Court to consider approval of the CRCP Motion is currently scheduled for April 7, 2020.

A summary of the terms and provisions of the Case Resolution Contingency Process is set forth in detail in the CRCP Motion, which can be viewed for free at the website maintained by the Debtors in the Chapter 11 Cases at <https://restructuring.primeclerk.com/pge/> (the "**Case Website**"). A summary of the Other Commitments is set forth below. Capitalized terms used in the following section, but not defined herein or in the Disclosure Statement have the meanings given to them in the CRCP Motion.

The Other Commitments. In connection with and subject to the approval of the Case Resolution Contingency Process, the Governor's Office's support for the Plan and the Securitization (as defined below), and the occurrence of the Effective Date, the Debtors have agreed to certain other matters as follows:

- a) Dividend Restriction. Reorganized HoldCo (Reorganized PG&E Corporation) will not pay common dividends until it has recognized \$6.2 billion in non-GAAP Core Earnings following the Plan Effective Date. That amount would be deployed as capital investment or reduction in debt. "**Non-GAAP Core Earnings**" means GAAP earnings adjusted for those non-core items identified in the Disclosure Statement;²
- b) Fire Victim Claims Costs. The Reorganized Utility (Reorganized Pacific Gas and Electric Company) intends to file an application with the CPUC for approval of a single post-emergence 30-year securitization transaction of approximately \$7.5 billion (the "**Securitization**"). If the CPUC does not grant approval of the Securitization, the Reorganized Utility will not seek to recover in rates any portion of the amounts paid in respect of "Fire Claims" under the Plan; and
- c) Net Operating Losses. The Debtors' payment of wildfire claims under the Plan are expected to result in substantial net operating losses ("**NOLs**"). Consistent with the Debtors' financial projections provided in the Disclosure Statement, the Reorganized Utility will use cash flows generated by application of these NOLs in future years in connection with the Securitization. If this Securitization is not approved or

² See Disclosure Statement, Exhibit B, p. 168 [Docket No. 6353]. The non-core items identified in the Disclosure Statement are Bankruptcy and Legal Costs; Investigation Remedies and Delayed Cost Recovery; GT&S Capital Audit; Amortization of Wildfire Insurance Fund Contribution; and Net Securitization Inception Charge. *Id.* at 174

consummated, the Reorganized Utility will use these cash flows to amortize the \$6 billion in Temporary Utility Debt that is part of the Debtors' exit financing under the Plan.

Post Plan Effective Date Purchase Option in Favor of State of California.

The Other Commitments also include a post Plan Effective Date purchase option in favor of the state of California as follows:

- On February 18, 2020, in the proceedings before the CPUC related to approval of the Plan, the Assigned Commissioner issued a ruling that set forth various proposals. One such proposal was an Enhanced Regulatory Reporting and Enforcement Process ("**Enhanced Regulatory Process**") that includes six steps to be implemented over an extended period of time which could, under certain circumstances, culminate in a review and potential revocation of the Reorganized Utility's certificate of public convenience and necessity ("**CPCN**"), i.e., its license to operate as a public utility. The Debtors agree that if the CPUC revokes the CPCN through the Enhanced Regulatory Process, the state of California will have the option to purchase all of the issued and outstanding equity interests of the Reorganized Utility (including common stock and any options or other equity awards issued or granted by the Reorganized Utility), directly or via a state-designated entity, at an aggregate price to the holders of such equity interests equal to (i) the estimated one-year forward income computed by reference to rate base times equity ratio times return on equity (in each case as authorized by the CPUC and Federal Energy Regulatory Commission), multiplied by (ii) the average one-year forward price to earnings ratio of the utilities then comprising the Philadelphia Utilities Index ("**PHLX**"), multiplied by (iii) 0.65.

The Debtors also have agreed, subject to the approval of the CRCP Motion and the Governor's Office's support for the Plan and the Securitization, to the following:

- As a condition to the occurrence of the Effective Date, the secured debt to be issued in connection with the funding of the Plan must receive an investment grade rating from at least one of Standard & Poor's or Moody's on the Effective Date. This condition may be waived with the consent solely of the Plan Proponents and the Governor's Office; and
- The Plan Documents (as defined in the Plan), including the documents included in the Plan Supplement (as defined in the Plan) and any amendments to the Plan must be in form and substance acceptable to the Governor's Office.

B. Butte County District Attorney Investigation and potential Claims

As set forth in Section II.C.2 of the Disclosure Statement, the Butte County District Attorney's Office (the "**Butte County DA**") and the California Attorney General's Office opened a criminal investigation of the November 8, 2018 Camp fire (the "**Camp Fire**"). The Disclosure Statement further discloses that potential criminal charges that could be filed against the Debtors and current or former

employees with respect to the Camp Fire include recklessly causing a fire, manslaughter, and related environmental charges. The Debtors could be subject to material fines, penalties, or restitution orders if it is determined that the Debtors failed to comply with applicable laws and regulations in connection with the Camp Fire, as well as non-monetary remedies such as oversight requirements. If the Debtors were found criminally liable, the Debtors could also be liable for claims of restitution on behalf of certain Fire Victims under the California Penal Code. The Debtors believe that any claims for such restitution would constitute Fire Victim Claims and under the Plan would be satisfied solely out of the Fire Victim Trust.

Pursuant to a Motion filed with the Bankruptcy Court on March 23, 2020 [Docket No. 6418] (the “**Butte County Motion**”), the Debtors are seeking approval of a Plea Agreement and Settlement with the People of the State of California (the “**People**”), represented by the Butte County DA (the “**Butte County Agreement**”), that resolves the criminal prosecution and investigation of the Utility arising from the Camp Fire. The Butte County Motion and any related pleadings can be viewed for free on the Case Website. The principal terms of the Butte County Agreement, which are more fully set forth in the Butte County Motion, are as follows:

1. The Utility agrees to plead guilty to 84 counts of involuntary manslaughter and one count of unlawfully causing a fire;
2. The Utility will be sentenced to pay the maximum total fine and penalty of not more than \$3,486,950.00. The Utility will also pay \$500,000.00 to reimburse costs spent on the investigation of the Camp Fire;
3. Upon approval and acceptance of the Butte County Agreement by the Butte County Superior Court and the Bankruptcy Court, the People, by and through the Butte County DA, agree not to prosecute any criminal charges relating to the Camp Fire against the Debtors or Reorganized Debtors;
4. The Butte County Agreement will be in full and final satisfaction, release and discharge of the proofs of claim filed by the People, through the Butte County DA, in the Chapter 11 Cases;
5. The People, by and through the Butte County DA, agree not to oppose any effort by the Utility to seek the discharge of claims for restitution pursuant to Cal. Penal Code § 1202.4 in the Chapter 11 Cases made on the grounds that such claims are satisfied pursuant to the agreements referenced in the Butte County Agreement and the Plan; and
6. The Utility will be entitled to withdraw the plea if: (i) the Butte County Agreement is not approved by the Butte County Superior Court; (ii) any obligation, including fines,

penalties, assessments, obligations to pay restitution in addition to the settlements described in the Butte County Agreement are imposed on the Utility; or (iii) the Butte County Agreement is not approved by the Bankruptcy Court, or the Plan is not confirmed by June 30, 2020 or does not become effective in accordance with its terms. If the plea is withdrawn by the Utility, the indictment shall remain.

The Debtors believe the Plan is clear that the fine and penalty set forth above is a Fire Victim Claim to be paid from the Fire Victim Trust. The Tort Claimants Committee has advised the Debtors that they disagree and assert that such fine and penalty is not to be paid from the Fire Victim Trust.

Simultaneous with entry into the Butte County Agreement, but separate from such Butte County Agreement, the Utility has committed to spend up to \$15 million over five years to provide water to Butte County residents impacted by damage to the Utility's Miocene Canal caused by the Camp Fire. In addition, the Utility has separately consented to the Butte County DA consulting, sharing information with and receiving information from the monitor overseeing the Utility's probation related to the San Bruno explosion through the expiration of the Utility's term of probation, and in no event until later than January 31, 2022. This consent is subject to the approval of the federal court overseeing the Utility's probation and the monitor.

A hearing on the Butte County Motion is currently scheduled for April 14, 2020 in the Bankruptcy Court.

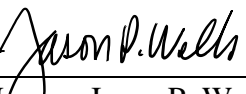
C. Financial Projections

Attached hereto as **Exhibit A** are updated financial projections that reflect, among other things, the information set forth above.

Dated: March 25, 2020
San Francisco, California

Respectfully submitted,

PG&E CORPORATION

By: 
Name: Jason P. Wells
Title: Executive Vice President and Chief Financial Officer

PACIFIC GAS AND ELECTRIC COMPANY

By: _____
Name: David S. Thomason
Title: Vice President, Chief Financial Officer and Controller

SHAREHOLDER PROPONENTS

Abrams Capital Management, L.P.,
on behalf of certain funds and accounts it
manages or advises
By: Abrams Capital Management LLC,
its general partner

By: _____
Name: David Abrams
Title: Manager

Knighthood Capital Management, LLC,
on behalf of certain funds and accounts
it manages or advises

By: _____
Name: Thomas A. Wagner
Title: Managing Member

Dated: March 25, 2020
San Francisco, California

Respectfully submitted,

PG&E CORPORATION

By: _____
Name: Jason P. Wells
Title: Executive Vice President and Chief Financial Officer

PACIFIC GAS AND ELECTRIC COMPANY

By: David Thomason
Name: David S. Thomason
Title: Vice President, Chief Financial Officer and Controller

SHAREHOLDER PROPONENTS

Abrams Capital Management, L.P.,
on behalf of certain funds and accounts it
manages or advises
By: Abrams Capital Management LLC,
its general partner

By: _____
Name: David Abrams
Title: Manager

Knighthood Capital Management, LLC,
on behalf of certain funds and accounts
it manages or advises

By: _____
Name: Thomas A. Wagner
Title: Managing Member

1 Dated: March 25, 2020
2 San Francisco, California

3 Respectfully submitted,

4 PG&E CORPORATION

5
6 By: _____
7 Name: Jason P. Wells
8 Title: Executive Vice President and Chief Financial
9 Officer

10 PACIFIC GAS AND ELECTRIC COMPANY

11 By: _____
12 Name: David S. Thomason
13 Title: Vice President, Chief Financial Officer and
14 Controller

15 SHAREHOLDER PROPONENTS:

16 Abrams Capital Management, L.P.,
17 on behalf of certain funds and accounts it
18 manages or advises
19 By: Abrams Capital Management LLC,
20 its general partner

21 By: David Abrams
22 Name: David Abrams
23 Title: Manager

24 Knighthood Capital Management, LLC,
25 on behalf of certain funds and accounts
26 it manages or advises

27 By: _____
28 Name: Thomas A. Wagner
Title: Managing Member

1 Dated: March 25, 2020
2 San Francisco, California

3 Respectfully submitted,

4 PG&E CORPORATION

5
6 By: _____

7 Name: Jason P. Wells

8 Title: Executive Vice President and Chief Financial
Officer

9 PACIFIC GAS AND ELECTRIC COMPANY

10
11 By: _____

12 Name: David S. Thomason

13 Title: Vice President, Chief Financial Officer and
Controller

14 SHAREHOLDER PROPONENTS:

15 Abrams Capital Management, L.P.,
16 on behalf of certain funds and accounts it
manages or advises

17 By: Abrams Capital Management LLC,
18 its general partner

19 By: _____

20 Name: David Abrams

21 Title: Manager

22 Knighthood Capital Management, LLC,
23 on behalf of certain funds and accounts
it manages or advises

24
25 By:  _____

26 Name: Thomas A. Wagner

27 Title: Managing Member
28

Exhibit A
Updated Financial Projections

Exhibit B to Disclosure Statement

Financial Projections

Introduction¹

The following income and cash flow statements for the annual periods from January 1, 2020 through December 31, 2024 (the “**Projection Period**”) and the balance sheet as of the end of the year for each of the years 2020 through 2024 for the Debtors (“**Consolidated Financial Projections**”) are based on forecasts of operating results during the five-year period ending December 31, 2024. Included below is a summary of key assumptions to the Consolidated Financial Projections (in each case, the “**Assumptions**”). The Consolidated Financial Projections and the Assumptions should be read in conjunction with the Plan and the Disclosure Statement.

The Debtors, with the assistance of their advisors, have prepared these Consolidated Financial Projections to assist the Bankruptcy Court in determining whether the Plan meets the feasibility test of section 1129(a)(11) of the Bankruptcy Code.

Other than limited information related to rate base and capital expenditures, the Debtors generally do not publish their projections or their anticipated financial position or results of operations. Accordingly, the Debtors do not anticipate that they will, and disclaim any obligation to, furnish updated projections to holders of Claims or Interests, or to include such information in documents required to be filed with the U.S. Securities and Exchange Commission (the “**SEC**”) or otherwise make public such information.

The Consolidated Financial Projections have been prepared by the management of the Debtors, in consultation with the Debtors’ financial and restructuring advisors, Lazard Freres & Co. LLC and AP Services, LLC. The Consolidated Financial Projections were not prepared to comply with the guidelines for prospective financial statements published by the American Institute of Certified Public Accountants or the rules and regulations of the SEC, and by their nature are not financial statements prepared in accordance with accounting principles generally accepted in the United States of America.

The Debtors’ independent accountants have neither examined nor compiled the accompanying Consolidated Financial Projections and accordingly do not express an opinion or any other form of assurance with respect to the Consolidated Financial Projections, assume no responsibility for the Consolidated Financial Projections and disclaim any association with the Consolidated Financial Projections.

The Consolidated Financial Projections do not reflect the impact of fresh start reporting in accordance with American Institute of Certified Public Accountants statement of position 90-7, financial reporting by entities in reorganization under the Bankruptcy Code. The Debtors do not expect to be subject to fresh start reporting at or following the Effective Date.

The Consolidated Financial Projections contain forward-looking statements that are not historical facts, including statements about the beliefs, expectations, estimates, future plans and strategies of the Debtors, as well as forecasts based on our Plan which reflects settlements reached with various parties regarding settlement of liabilities in connection with the 2018 Camp fire, 2017 Northern California wildfires and the 2015 Butte fire, the confirmation of the Plan on the Effective Date, the continuing availability of sufficient borrowing capacity or other financing to fund operations, the Utility’s participation in the

¹ Capitalized terms used but not otherwise defined herein have the meanings given to such terms in the Disclosure Statement to which this Appendix is attached.

statewide wildfire fund created by AB 1054, the Debtors' anticipated sources and uses upon emergence from Chapter 11, the outcome of regulatory cases and the effect on earnings of such cases, projections of wildfire-related expenditures, anticipated regulatory and legislative policy, anticipated capital expenditures of the Debtors, anticipated costs of operations of the Debtors, efficiency initiatives, dividend payments (both Utility preferred stock and PG&E Corporation common stock), credit ratings, securitization transactions and the various assumptions described in detail below. These statements are based on current expectations and assumptions, which management believes are reasonable, and on information currently available to management, but are necessarily subject to various risks and uncertainties. In addition to the risk that these assumptions prove to be inaccurate, factors that could cause actual results to differ materially from those contemplated by the forward-looking statements include factors disclosed in PG&E Corporation's and the Utility's annual report on Form 10-K for the year ended December 31, 2019 and other reports filed with the SEC, which are available on PG&E Corporation's website at www.pgecorp.com and on the SEC website at www.sec.gov. Additional factors include, but are not limited to, those associated with the Chapter 11 cases of PG&E Corporation and the Utility that commenced on January 29, 2019. PG&E Corporation and the Utility undertake no obligation to publicly update or revise any forward-looking statements, whether due to new information, future events or otherwise, except to the extent required by law.

The Consolidated Financial Projections, while presented with numerical specificity, are necessarily based on a variety of estimates and assumptions which, though considered reasonable by the Debtors, may not be realized and are inherently subject to significant business, economic, competitive, industry, regulatory, market and financial uncertainties and contingencies, many of which are beyond the control of the Debtors. The Debtors caution that no representations can be made or are made as to the accuracy of the Consolidated Financial Projections or to the Debtors' ability to achieve the projected results. Some assumptions inevitably will be incorrect. Moreover, events and circumstances occurring subsequent to the date on which these Consolidated Financial Projections were prepared may be different from those assumed, or, alternatively, may have been unanticipated, and thus the occurrence of these events may affect financial results in a materially adverse or materially beneficial manner. The Debtors do not intend and do not undertake any obligation to update or otherwise revise the Consolidated Financial Projections to reflect events or circumstances existing or arising after the date of these Consolidated Financial Projections. Therefore, the Consolidated Financial Projections may not be relied upon as a guarantee or other assurance of the actual results that will occur. In deciding whether to vote to accept or reject the Plan, holders of Claims and Interests must make their own determinations as to the reasonableness of such assumptions and the reliability of the Consolidated Financial Projections.

These Consolidated Financial Projections were developed for purposes of the formulation and negotiation of the Plan and to enable the holders of Claims and Interests entitled to vote under the Plan to make an informed judgment about the Plan and should not be used or relied upon for any other purpose, including the purchase or sale of securities of, or Claims or Interests in, the Debtors or any of their affiliates.

Use of Non-GAAP Financial Measures

The Consolidated Financial Projections contain financial information based on "Non-GAAP Core Earnings" in order to provide a measure that allows investors to compare the underlying financial performance of the business from one period to another, exclusive of non-core items.

"Non-GAAP Core Earnings" is a non-GAAP financial measure and is calculated as income available for common shareholders less non-core items. "Non-core items" includes items that management does not consider representative of ongoing earnings and affect comparability of financial results between periods. The Debtors use Non-GAAP Core Earnings to understand and compare operating results across reporting periods for various purposes including internal budgeting and forecasting, short- and long-term operating

planning, and employee incentive compensation. The Debtors believe that Non-GAAP Core Earnings provides additional insight into the underlying trends of the business, allowing for a better comparison against historical results and expectations for future performance.

Non-GAAP Core Earnings is not a substitute or alternative for GAAP measures such as consolidated income available for common shareholders and may not be comparable to similarly titled measures used by other companies.

Select Assumptions for PG&E's Financial Forecast 2020-2024

The Consolidated Financial Projections contained herein are based on, but not limited to, factors such as general business, economic, competitive, regulatory, market, financial and environmental conditions, as well as the assumptions detailed below. Many of these factors and assumptions are beyond the control of the Debtors and do not take into account the uncertainty and disruptions of business that may accompany an in-court restructuring. Accordingly, the assumptions should be reviewed in conjunction with a review of the risk factors set forth in the Disclosure Statement and in the Debtors' public filings.

General Assumptions

- In light of the forms of distribution contemplated by the Plan (which include cash as well as new PG&E Corporation common stock and the new debt securities of the Utility), the Consolidated Financial Projections were developed on a consolidated basis rather than on a separate legal entity basis. The Consolidated Financial Projections were developed by management with the assistance of the Debtors' advisors and are presented solely for purposes of the formulation and negotiation of the Plan in order to present the anticipated impact of the Plan. No representation or warranty, express or implied, is provided in relation to the fairness, accuracy, correctness, completeness, or reliability of the information, opinions, or conclusions expressed herein.
- The Consolidated Financial Projections assume that the Plan will be consummated in accordance with its terms and that all transactions contemplated by the Plan will be consummated on June 30, 2020.
- The Consolidated Financial Projections assume that the Utility secures an investment grade rating from at least one rating agency on the secured debt of the Utility.
- The Consolidated Financial Projections assume the achievement of various efficiency initiatives, including, among other things, resource planning, contract management, monetization of excess renewable energy, and real estate optimizations. These efficiency initiatives reduce operating and capital expenditures by approximately \$1 billion on average through 2024.
- The Consolidated Financial Projections also assume that: (1) there will be no material change in legislation or regulations, or the administration thereof, that would have an unexpected effect on the operations of the Debtors; and (2) there will be no change in generally accepted accounting principles in the United States that would have a material effect on the reported financial results of the Debtors.
- The Consolidated Financial Projections do not reflect the impact of any actual or expected business disruptions relating to the worldwide health crisis due to COVID-19.

Assumptions Underlying Revenue Projections and Cost Recovery

Base Revenue

The Consolidated Financial Projections assume:

- Base revenues for electric distribution, natural gas distribution and electric generation operations are consistent with the Utility's proposed settlement agreement (the "2020 GRC Settlement")

filed on December 20, 2019 with the California Public Utility Commission (“CPUC”) in its 2020 General Rate Case (“GRC”) for 2020-2022. Spending for wildfire-related programs included in the 2020 GRC Settlement associated with system hardening, vegetation management, public safety power shutoffs and excess liability insurance, is anticipated to be well above amounts specified, and this incremental spending is recoverable through balancing accounts up to a two-year lag. Base revenue for the years 2023 and 2024 assumes an increase in authorized annual revenue requirement sufficient to cover the forecasted GRC costs and authorized rate of return.

- Formula rates for the recovery of costs for electric transmission facilities are determined by the Transmission Owner (“TO”) rate cases with the Federal Energy Regulatory Commission (“FERC”). Under the formula rate mechanism, transmission revenues are updated to the actual cost of service annually. All prudently incurred transmission wildfire-related costs are assumed to be fully recoverable consistent with the formula rate mechanism.
- Base revenues for the Utility’s natural gas transmission and storage services are consistent with the final decision issued in the Utility’s 2019 gas transmission and storage (“GT&S”) case, as approved by the CPUC on September 12, 2019 for 2019-2022. Base revenue for the years 2023 and 2024 assumes an increase in the authorized GT&S annual revenue requirement sufficient to cover forecasted expenses, except for amounts not recoverable. Aggregate GT&S capital expenditures of \$576 million over the years 2011 through 2014 (the “GT&S Expenditures”) that are currently subject to audit by the CPUC are assumed to be approved by the CPUC and restored to the Utility’s rate base in 2020. Restoration of the GT&S Expenditures is subject to a subsequent CPUC proceeding following the audit. The CPUC has advised the Utility that litigation in respect of such proceeding will likely commence in the second half of 2020 with resolution occurring in 2021. The impact of this delay may result in a shift of the associated earnings available for common stock from 2020 to 2021 and a potential delay in associated cost recovery.
- Base operating and maintenance expenses excluding wildfire-related costs are forecast to be generally in line with the Utility’s settlements and final decisions in its rate cases, including those described above.

Incremental Wildfire-Related and Other Costs

The Consolidated Financial Projections assume full recovery of wildfire-related costs currently deferred as regulatory assets on the balance sheet and additional future spending beyond the programs included in the 2020 GRC Settlement:

- Full recovery over the Projection Period of approximately \$2.5 billion of costs related to restoration, prevention, and insurance that are on the Utility’s balance sheet as deferred costs as of December 31, 2019. Interim rate relief and accelerated recovery will be granted by the CPUC allowing approximately \$1.4 billion of these costs to be recovered in 2020 and 2021 on an accelerated basis.
- Consistent with the Utility’s settlement agreement in the Order Instituting Investigation into the 2017 Northern California Wildfires and the 2018 Camp Fire (the “Wildfire OII”) submitted to the CPUC on December 17, 2019, the Utility will receive no recovery of costs totaling approximately \$1.675 billion contemplated by the Wildfires OII settlement relating to certain wildfire-related costs and shareholder-funded system enhancement initiatives. On February 27, 2020, a Presiding Officer’s Decision (POD) was issued in the Wildfire OII proceeding which proposes modifications to the settlement agreement (as so modified, the “Revised Settlement”) that would add \$462 million of disallowances for wildfire mitigation (\$198 million) and system enhancement initiatives (\$64 million), and a payment to the state general fund (\$200 million). The Revised Settlement, if accepted, is subject to Bankruptcy Court approval. PG&E has filed an appeal. The impact of the modifications to the settlement proposed by the POD is not reflected in the

Consolidated Financial Projections. The impact of the modifications to the settlement proposed by the POD on the Consolidated Financial Projections, if implemented, would be a decrease in earnings available for common stock and cashflow in 2020 as it relates to the payment to the general fund. Additionally, the proposed disallowed wildfire mitigation and system enhancement costs would impact earnings available for common stock primarily in 2020 and 2021, and cash flow impacts from the loss of anticipated revenue would be expected to impact future years. The modifications to the settlement proposed by the POD, if implemented, would also require any tax savings associated with the shareholder payments under the settlement agreement to be applied to wildfire mitigation expenses that would otherwise have been recovered from ratepayers when realized. The initial settlement of \$1.675 billion and the additional \$262 million established by the POD are assumed to be tax deductible and the resulting tax savings could be as much as \$542 million based on the company's 28% effective net tax rate. The realization of these tax savings depends on many other variables and the timing of any savings is expected after 2024.

- For wildfire-related programs, including wildfire-related inspections and maintenance costs, that are in addition to programs requested in the 2020 GRC Settlement, recovery of costs will be allowed by the CPUC through memorandum accounts and collected on a three-year lag.
- Recovery of incremental capital expenditures in 2020 and 2021 related to implementing microgrid-enabling distributed generation, consistent with its proposal for cost recovery authorization submitted to the CPUC in connection with the CPUC's Order Instituting Rulemaking regarding microgrids.
- Pursuant to the requirements of Assembly Bill ("AB") 1054, approximately \$3.2 billion of fire risk mitigation capital expenditures will be excluded from the Utility's equity rate base and will therefore not earn a return on equity. Such expenditures are assumed to be substantially incurred over the period from August 2019 through December 31, 2022 and are assumed to be funded with debt until securitization bond proceeds are received.
- On March 17, 2020, the Utility entered into a Plea Agreement and Settlement (the "Agreement") with the People of the State of California, by and through the Butte County District Attorney's office to resolve the criminal prosecution of the Utility in connection with the 2018 Camp fire. Pursuant to the Agreement, the Utility will be sentenced to pay the maximum total fine and penalty of approximately \$3.5 million. The Agreement provides that no other or additional sentence will be imposed on the Utility in the criminal action in connection with the 2018 Camp fire. The Utility has also agreed to pay \$500,000 to the Butte County District Attorney Environmental and Consumer Protection Fund to reimburse costs spent on the investigation of the 2018 Camp fire. Simultaneous with entry into the Agreement, but separate from such Agreement, the Utility has committed to spend up to \$15 million over five years to provide water to Butte County residents impacted by damage to the Utility's Miocene Canal caused by the 2018 Camp fire. The Debtors believe that the Utility will have sufficient cash and other financial resources to satisfy these commitments following emergence.

Assumptions Underlying Regulatory and Policy Projections

The Consolidated Financial Projections assume:

- The Utility's authorized Return on Equity will be 10.25% (as authorized through 2023 by the CPUC in its final decision issued December 19, 2019) throughout the Projection Period. The Consolidated Financial Projections also reflect a capital structure that is consistent with the terms of the Restructuring Support Agreement (the "**Noteholder RSA**") dated January 22, 2020,

resulting in a weighted-average cost of debt of approximately 4.3%² upon PG&E Corporation's and the Utility's emergence from Chapter 11.

- Consistent with the terms of AB 1054, an initial contribution by the Utility to the Go-Forward Wildfire Fund established thereunder of \$4.8 billion upon emergence, to be amortized over ten years and ongoing contributions by the Utility to the Go-Forward Wildfire Fund of \$193 million per year over the Projection Period.
- The payment of various penalties by the Utility, including general fund payments, shareholder-paid initiatives, and agreements not to seek rate recovery for specified expenses pursuant to the following Orders Instituting Investigation ("OII's"):
 - Locate & Mark OII: In February 2020, the presiding officer in this OII issued a decision modifying the settlement agreement between the Utility and the CPUC submitted on October 3, 2019. Consistent with the terms of the settlement agreement, as modified, the Consolidated Financial Projections assume payments and unrecovered expenses by the Utility in the amount of \$110 million during 2020-2022.
 - Phase II Ex-Parte OII: On December 5th, 2019, the CPUC approved a settlement agreement between certain public entities and the Utility pursuant to which the Utility agreed to pay an incremental penalty of \$10 million. The Consolidated Financial Projections assume that this penalty is paid in 2020.
 - Wildfires OII: As described above, on December 17, 2019, the Utility submitted a settlement agreement to the CPUC in connection with the Wildfires OII in which it agreed not to seek cost recovery for \$1.675 billion of wildfire-related expenditures. The Consolidated Financial Projections assume that these costs will not be recovered (See above for information related to the February 27, 2020 POD, which the Utility has appealed).

Financing Considerations

- The financing assumptions underlying the Consolidated Financial Projections are consistent with the Utility's testimony filed with the CPUC on January 31, 2020 in connection with the CPUC's Plan of Reorganization OII. The Consolidated Financial Projections assume total sources of funding and corresponding uses of approximately \$59 billion (\$57.65 billion upon emergence), as summarized in the following tables:

<i>Expected Sources (in millions)</i>	
Equity issuance for cash	\$9,000
Equity issued into Fire Victim Trust (as defined below)	6,750
New PG&E Corporation Debt	4,750
Reinstated Utility Debt	9,575
New Utility Notes	23,775
Insurance Proceeds	2,200
Cash immediately prior to Emergence	1,600
Deferred Wildfire Claims Settlement	1,350
Total Sources	\$59,000

² Inclusive of amortization of fees.

Expected Uses (in millions)

Payment to holders of wildfire-related claims	\$24,150
2017/2018 Wildfire Claims Settlement (Deferred Payment)	1,350
Contributions to Go-Forward Wildfire Fund pursuant to AB 1054	5,000
Repayment of Debtor-In-Possession Financing	2,000
Pre-petition Debt to be repaid or reinstated	22,180
Trade Claims and Other Costs	2,300
Accrued Interest	1,270
Cash immediately following Emergence	750
Total Uses	\$59,000

- The Consolidated Financial Projections assume, in connection with PG&E Corporation and the Utility's exit financing, that the CPUC will authorize the exclusion of \$6 billion of temporary New Utility Notes from the Utility's capital structure. The Consolidated Financial Projections further assume that the CPUC will authorize the securitization of \$7.5 billion of wildfire-related claims costs by March 31, 2021 that is contemplated to be neutral on average to customers, the proceeds of which will be used to retire the \$6 billion of temporary New Utility Notes and to make payments as part of the \$1.35 billion deferred settlement to the trust to be established under the Plan for the benefit of holders of wildfire-related claims ("**Fire Victim Trust**"). The authorization to securitize \$7.5 billion of wildfire claims results in a \$1.9 billion charge at inception as a result of an undiscounted regulatory liability associated with revenue credits funded by the NOL monetization. The Securitization includes offsetting credits to be funded initially from a shareholder funded reserve account and further funded with the value of shareholder NOLs contributed in the year in which the NOLs are utilized. The combination of the up-front contributions to the reserve account and the monetization of the NOLs are expected to yield a full (nominal) offset each year to securitized charges. Net operating revenues are shown net of contributions to the reserve account in the year in which contributions are made. The Securitization proposal reflected in the forecast includes contribution to the reserve account of \$1.8 billion in 2021 that are not funded by NOL monetization. The reserve account is not reflected on the Debtors' balance sheet.
- The Consolidated Financial Projections assume that the equity commitment premium due under the equity backstop letters will equal 119 million shares of PG&E Corporation common stock, payable on the Effective Date. Assuming that the Debtors implement the capital structure described above by drawing on the equity backstop commitments and based on the Debtors' forecasted Normalized Estimated Net Income (as defined in the equity backstop commitment letters), the value of the equity commitment premium would be approximately \$1.2 billion at the Backstop Price (as defined in the equity backstop commitment letters) without adjustments related to changes in the Applicable Utility Index Multiple. The value of the equity commitment premium could exceed this amount in the event that PG&E Corporation successfully consummates a marketed equity offering or rights offering in lieu of drawing on the equity backstop commitments or if the Debtors implement an alternative capital structure, under certain conditions.
- The Consolidated Financial Projections assume that the Debtors will face no incremental wildfire liabilities related to pre-petition wildfires beyond the \$25.5 billion of wildfire-related claims that the Debtors have committed as of the date hereof to pay under the Plan pursuant to various settlement agreements with the holders of wildfire-related claims. The Consolidated Financial Projections further assume the Debtors will not face any liabilities related to postpetition wildfires that are not covered by insurance.

- Common dividends will not be paid until PG&E Corporation has recognized \$6.2 billion in Non-GAAP Core Earnings following the Effective Date. That amount would be deployed as capital investment or reduction in debt. Common dividends are assumed to be restored once the Non-GAAP Core Earnings threshold has been met and are moderated to allow PG&E Corporation debt reduction. This assumption does not reflect a commitment on the Board or management's part to a specific future dividend policy.
- The Consolidated Financial Projections assume that additional equity is raised in 2021. This financing need may either be met through equity issuance or maintaining Holding Company debt levels.

PG&E Corporation Consolidated
CONDENSED CONSOLIDATED PROJECTED INCOME STATEMENTS
(\$ millions)

	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>
INCOME STATEMENT					
Net Operating Revenues	15,512	14,649	17,170	18,163	18,925
<i>Memo: Total Cost of Energy</i>	3,400	3,716	3,684	3,450	3,490
Operating Expenses					
Operating and maintenance	(8,807)	(8,869)	(8,700)	(8,921)	(8,972)
Depreciation, amort. & decommissioning	(3,444)	(3,693)	(3,916)	(4,229)	(4,510)
Net securitization regulatory deferral		(144)	(89)	(91)	(84)
Total Operating Expenses	(12,251)	(12,706)	(12,705)	(13,241)	(13,565)
Operating Income	3,261	1,943	4,465	4,922	5,360
Total Interest Expense	(1,296)	(1,683)	(1,766)	(1,835)	(1,891)
State Wildfire Insurance Fund Contribution and Prepayment Amortization	(672)	(672)	(672)	(672)	(672)
Other Income/(Expense), net	(1,479)	(166)	(166)	(180)	(193)
Income Before Income Taxes	(186)	(578)	1,861	2,235	2,604
Income tax provision	232	721	17	(82)	(196)
Preferred dividend requirement	(14)	(14)	(14)	(14)	(14)
TOTAL EARNINGS AVAIL FOR COMMON STOCK	32	129	1,864	2,139	2,394
Non-GAAP Core Earnings Adjustments					
Bankruptcy and Legal Costs	1,487	28			
Investigation Remedies and Delayed Cost Recovery	110	42	48		
GT&S Capital Audit	(191)				
Amortization of Wildfire Insurance Fund Contribution	484	484	484	484	484
Net Securitization Inception Charge		1,361			
NON-GAAP CORE EARNINGS	1,922	2,044	2,395	2,623	2,878

Forecasted 2021 Normalized Estimated Net Income ("NENI"), as defined in the Backstop Commitment Letter filed with the SEC on December 26, 2019, excludes the following items that are otherwise included in the presentation of forecasted 2021 Core Earnings: approximately \$55 million related to unrecoverable Gas Transmission and Storage costs; approximately \$45 million related to delayed capital recovery and approximately \$20 million of earnings below authorized amounts. In addition to the adjustments referenced above, NENI includes the post-tax annual contribution to the Go-Forward Wildfire Fund, which is excluded from Core Earnings.

PG&E Corporation Consolidated
CONDENSED CONSOLIDATED PROJECTED BALANCE SHEETS
(\$ millions)

	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>
ASSETS					
Current Assets					
Cash and Cash Equivalents	757	504	491	471	428
Accounts Receivable	2,788	2,721	2,937	3,166	3,283
Regulatory Balancing Accounts, net of Liabilities (1)	747	1,619	1,677	1,040	743
Prepaid Expenses, Inventories and Collateral	1,742	1,836	1,920	1,993	2,057
Total Current Assets	6,035	6,679	7,024	6,670	6,511
Net Property, Plant and Equipment	66,340	71,347	75,809	80,991	85,277
Other Noncurrent Assets					
Nuclear Decommissioning Assets	3,291	3,409	3,527	3,645	3,763
Wildfire Fund Contribution	4,320	3,840	3,360	2,880	2,400
Regulatory Assets and Other	8,804	8,551	8,343	8,372	8,568
Total Other Noncurrent Assets	16,415	15,800	15,230	14,897	14,730
TOTAL ASSETS	88,790	93,826	98,064	102,558	106,519
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current Liabilities					
Accounts Payable	2,152	2,140	2,063	2,005	1,986
Short Term Borrowing	1,720	2,000	2,000	2,000	2,000
Other Current Liabilities	1,648	1,853	1,631	1,421	1,350
Accrued Wildfire Liability (Gross)	1,350	0	0	0	0
Total Current Liabilities	6,870	5,992	5,694	5,426	5,336
Noncurrent Liabilities					
Deferred Income Taxes	(320)	(1,041)	(1,069)	(996)	(811)
Long-term debt	37,843	34,238	35,253	36,253	36,441
<i>Memo: HoldCo Portion of Long Term Debt</i>	<i>4,750</i>	<i>3,025</i>	<i>2,425</i>	<i>2,250</i>	<i>1,650</i>
Securitized bonds	0	8,218	8,873	9,495	9,992
Regulatory Liabilities	9,716	10,311	10,942	11,804	12,736
Asset Retirement Obligations	6,002	6,161	6,320	6,320	6,320
Other	6,099	6,086	6,328	6,673	7,005
Total Noncurrent Liabilities	59,340	63,975	66,647	69,550	71,683
Shareholders' Equity					
Total Shareholders' Equity	22,328	23,607	25,470	27,329	29,248
Noncontrolling Interest - Preferred Stock of Subsidiary	252	252	252	252	252
Total Shareholders' Equity	22,580	23,859	25,722	27,581	29,500
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	88,790	93,826	98,064	102,558	106,519

(1) Includes accounts classified as noncurrent in GAAP financial statements

PG&E Corporation Consolidated
CONDENSED CONSOLIDATED PROJECTED STATEMENTS OF CASH FLOWS
(\$ millions)

	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>
CASH FLOW STATEMENT					
Cash Flows From Operations:					
Net Income	46	143	1,878	2,153	2,408
Depreciation and Amortization	3,439	3,683	3,907	4,219	4,500
Net Amortization of Securitization Regulatory Assets and Liabilities		(1,746)	89	91	84
Share-Based Equity Backstop Commitment Premium	1,222				
Wildfire Insurance Fund Amortization	480	480	480	480	480
Wildfire Insurance Fund Contribution	(4,800)				
Change in Deferred Taxes	(232)	(721)	(28)	73	184
Changes in Operating Assets and Liabilities	52	192	(374)	(340)	(208)
Change in Balancing Accounts and Regulatory Assets	(221)	1,205	125	815	479
Other Noncurrent Assets and Liabilities	110	42	39	55	25
Change in Other Working Capital	155	50	68	(71)	(57)
Payment of Liabilities Subject to Compromise, net of Insurance Proceeds	(25,547)	(1,350)			
Net Cash from Operations	(25,295)	1,978	6,183	7,474	7,896
Investing Activities:					
Capital Expenditures	(8,086)	(8,140)	(7,730)	(8,702)	(8,015)
Net Change in Nuclear Decommissioning Funds	(118)	(118)	(118)	(118)	(118)
Proceeds from Asset Sales	1,322	0	0	0	0
Net Cash Used In Investing	(6,882)	(8,258)	(7,848)	(8,820)	(8,133)
Financing Activities:					
Holding Company Financing	19,850	(575)	(600)	(175)	(600)
Short and Long Term Utility Debt Issued (Matured/Repurchased)	11,552	(1,603)	1,612	1,172	784
Securitization Bonds Issued	0	8,218	654	622	497
Preferred Dividends Disbursed	(42)	(14)	(14)	(14)	(14)
Common dividends	0	0	0	(280)	(475)
Net Cash Provided by Financing	31,360	6,026	1,652	1,326	193
NET CHANGE IN CASH	(817)	(253)	(13)	(19)	(43)

Exhibit C

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

- and -

PACIFIC GAS AND ELECTRIC
COMPANY,

Debtors.

- ☐ Affects PG&E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Chapter 11 Case

No. 19-30088 (DM)

(Lead Case)

(Jointly Administered)

**BALLOT FOR ACCEPTING OR
REJECTING DEBTORS' AND
SHAREHOLDER PROPONENTS'
JOINT CHAPTER 11 PLAN OF
REORGANIZATION**

STANDARD IMPAIRED DEBT BALLOT

[CLASS 3B-IV – UTILITY FUNDED DEBT CLAIMS]

[CLASS 10A-II – HOLDCO RESCISSION OR DAMAGE CLAIMS]

PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.

THIS BALLOT MUST BE COMPLETED, EXECUTED, AND RETURNED SO AS
TO BE ACTUALLY RECEIVED BY PRIME CLERK LLC (“PRIME CLERK” OR
THE “SOLICITATION AGENT”) BY 4:00 P.M. (PREVAILING PACIFIC TIME)
ON MAY 15, 2020 (THE “VOTING DEADLINE”).

The Solicitation Agent, on behalf of PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and debtors in possession (collectively, the “**Debtors**”), and the Shareholder Proponents, is soliciting votes to accept or reject the *Debtors’ and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization dated March 16, 2020* [Docket No. 6320] (together with all schedules and exhibits thereto, and as may be

modified, amended, or supplemented from time to time, the “**Plan**”)¹ from the holders of certain Impaired Claims against, and Interests in, the Debtors.

You are receiving this Ballot because you have asserted Claims against the Debtors [arising under or relating to certain of the Utility’s funded debt facilities (the “**Utility Funded Debt Claims**”)] [for recession or damages arising from or relating to your purchase or acquisition of the Debtors’ publicly traded equity securities (“**HoldCo Rescission or Damage Claims**”)]. Your Claims are classified in Class [3B-IV/10A-II] under the Plan.

Your rights are described in the Disclosure Statement for the Plan, filed on March 17, 2020 [Docket No. 6353] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “**Disclosure Statement**”) and the Order approving the Disclosure Statement and related solicitation procedures [Docket No. 6340] (the “**Disclosure Statement and Solicitation Procedures Order**”). The Disclosure Statement, the Plan, the Disclosure Statement and Solicitation Procedures Order, and certain other materials are included in the Solicitation Package you are receiving with this Ballot. If you need to obtain additional solicitation materials, you may contact Prime Clerk by (i) visiting the Debtors’ case website at <https://restructuring.primeclerk.com/pge/>; (ii) writing PG&E Ballot Processing, c/o Prime Clerk, LLC, One Grand Central Place, 60 East 42nd Street, Suite 1440, New York, NY 10165; (iii) emailing pgeballots@primeclerk.com, or (iv) calling the Solicitation Agent at 844-339-4217 (domestic toll-free) or 929-333-8977 (if calling from outside the U.S. or Canada). You may also access these materials for a fee via PACER at <http://www.canb.uscourts.gov/>.

The United States Bankruptcy Court for the Northern District of California (the “**Bankruptcy Court**”) has approved the Disclosure Statement as containing adequate information under section 1125 of the Bankruptcy Code. Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. This Ballot may not be used for any purpose other than to vote to accept or reject the Plan. If you believe that you have received this Ballot in error, please contact the Solicitation Agent at the address or telephone numbers set forth above.

For your vote to be counted, this Ballot must be properly completed, signed, and returned to the Solicitation Agent so that it is actually received no later than 4:00 p.m. (Prevailing Pacific Time) on May 15, 2020.

If you have any questions on how to properly complete this Ballot, please call Prime Clerk at 844-339-4217 (domestic toll-free) or 929-333-8977 (international). **THE SOLICITATION AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.**

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan or the Disclosure Statement and Solicitation Procedures Order (as defined herein), as applicable.

INSTRUCTIONS FOR COMPLETING THE BALLOT

This Ballot is submitted to you to solicit your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement. **PLEASE READ THE PLAN AND THE DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THIS BALLOT.**

The Plan will be accepted by Class [3B-IV/10A-II] if the Plan is accepted by the holders of at least two-thirds (2/3) in amount and at least one-half (1/2) in number of holders of Claims in Class [3B-IV/10A-II] that vote on the Plan. In the event that holders of Claims in Class 3B-IV vote to reject the Plan, the Bankruptcy Court may nevertheless confirm the Plan and, thereby, make the Plan binding on the holders of Claims in Class [3B-IV/10A-II] if the Bankruptcy Court finds that the Plan does not unfairly discriminate against, and accords fair and equitable treatment to, the holders of Claims in Class [3B-IV/10A-II] and otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code. If the Plan is confirmed by the Bankruptcy Court, all holders of Claims against, and Interests in, the Debtors (including those holders who abstain from voting on or reject the confirmed Plan, and those holders who are not entitled to vote on the confirmed Plan) will be bound by the confirmed Plan and the transactions contemplated thereunder.

To have your vote counted, you must complete, sign, and return this Ballot so that it is received by the Solicitation Agent at the appropriate address listed below no later than the Voting Deadline of May 15, 2020 at 4:00 p.m. (Prevailing Pacific Time). Ballots must be delivered to the Solicitation Agent (a) at the appropriate address listed below (or in the enclosed envelope, which may have a different zip code) or (b) via Prime Clerk's E-Ballot platform by visiting <https://restructuring.primeclerk.com/pge>, clicking on the "Submit E-Ballot" link, and following the instructions set forth on the website. Holders are encouraged to submit their Ballots via the E-Ballot platform. If you choose to submit your Ballot via the E-Ballot platform, you should NOT submit your hard copy Ballot as well. Please choose only one form of return for your Ballot.

If by E-Ballot	If by standard or overnight mail, or hand delivery:
Visit https://restructuring.primeclerk.com/pge and click on the "Submit E-Ballot" link	<p>PG&E Ballot Processing c/o Prime Clerk, LLC One Grand Central Place 60 East 42nd Street Suite 1440 New York, NY 10165</p> <p>If you plan to hand-deliver your Ballot to Prime Clerk's office, please e-mail pgeballots@primeclerk.com at least one (1) hour in advance to arrange delivery.</p>

Ballots will not be accepted by email, telecopy, facsimile, or other electronic means of transmission (except via Prime Clerk's E-Ballot platform).

To properly complete this Ballot, you must follow the procedures described below:

- a. Item 1 (Amount of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims]). Make sure that the information contained in Item 1 below regarding the principal amount of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] you held on the Record Date is correct.
- b. Item 2 (Vote on the Plan). Cast one vote to accept or reject the Plan by checking the appropriate box in Item 2 below.
- c. If you hold Claims or Interests in a Class other than Class [3B-IV/10A-II], you may receive more than one Ballot or Solicitation Package, labeled for a different Class of Claims or Interests. Your vote will be counted in determining acceptance or rejection of the Plan by a particular Class of Claims or Interests only if you complete, sign, and return the Ballot labeled for such Class of Claims or Interests in accordance with the instructions on that Ballot.
- d. If more than one timely, properly completed Ballot is received, only the last properly completed Ballot received by the Solicitation Agent will be counted, provided that, if a holder of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] submits both a paper Ballot and E-Ballot on account of the same [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims], the E-Ballot shall supersede the paper Ballot, unless the holder of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] receives Bankruptcy Court approval otherwise.
- e. Item 3 (Optional Release Election). If you wish to opt-in to granting the releases contained in Clause 10.9(b) of the Plan, check the box in Item 3 below.
- f. Item 4 (Acknowledgements and Certifications). Item 4 contains certain required certifications which you are making by signing and returning this Ballot. Please ensure that you have read and understood the certifications prior to signing this Ballot. Provide your name, mailing address, and any remaining information requested in Item 4 below.
- g. If you are completing this Ballot on behalf of another entity, indicate your relationship with such entity and the capacity in which you are signing on the appropriate line in Item 4 below. By submitting the Ballot you are certifying that you have authority to so act and agree to provide documents evidencing such authority upon request (e.g., a power of attorney or a certified copy of board resolutions authorizing you to so act).
- h. Sign and date your Ballot.
- i. Return your Ballot with an original signature to the Solicitation Agent so as to be received by the Solicitation Agent before the Voting Deadline. For the avoidance of doubt, a Ballot submitted by the E-Ballot platform shall be deemed to bear an original signature.

IF YOU (A) HAVE ANY QUESTIONS REGARDING THE BALLOT, (B) DID NOT RECEIVE A RETURN ENVELOPE WITH YOUR BALLOT, (C) DID NOT RECEIVE COPIES OF THE DISCLOSURE STATEMENT OR THE PLAN, OR (D) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE SOLICITATION AGENT AT 844-339-4217 (DOMESTIC TOLL-FREE) OR 929-333-8977 (INTERNATIONAL), OR BY E-MAILING PGEBALLOTS@PRIMECLERK.COM. PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT. THE SOLICITATION AGENT IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.

**[IMPORTANT NOTICE REGARDING THE TREATMENT OF
CLASS 3B-IV – UTILITY FUNDED DEBT CLAIMS UNDER THE PLAN**

As described in further detail in the Disclosure Statement and the Plan, if the Plan is confirmed, on the Effective Date, holders of Utility Funded Debt Claims shall receive Cash equal to their Utility Funded Debt Claim Interest and Charges Amount and equal amounts of each issue of the New Utility Funded Debt Exchange Notes in an aggregate amount equal to such holder's Utility Funded Debt Claim Principal Amount. On the Effective Date, any Utility Letters of Credit outstanding shall be replaced or canceled and returned to the issuing Utility Revolver Lender in accordance with the terms of the applicable Utility Letter of Credit and the Utility Revolver Documents.]

**[IMPORTANT NOTICE REGARDING THE TREATMENT OF
CLASS 10A-II – HOLDCO RESCISSION OR DAMAGE CLAIMS UNDER THE PLAN**

As described in further detail in the Disclosure Statement and the Plan, if the Plan is confirmed, in full and final satisfaction, settlement, release, and discharge of any HoldCo Rescission or Damage Claims, except to the extent that the Debtors or the Reorganized Debtors, as applicable, and a holder of an Allowed HoldCo Rescission or Damage Claim agree to a less favorable treatment of such Claim, on the Effective Date or as soon as reasonably practicable thereafter, each holder of an Allowed HoldCo Rescission or Damage Claim shall receive a number of shares of New HoldCo Common Stock equal to such holder's HoldCo Rescission or Damage Claim Share of the outstanding number of common stock of HoldCo as of the Petition Date (526,118,408).]

BALLOT

PLEASE COMPLETE THE FOLLOWING:

To submit your Ballot via the “E-Ballot” platform, please visit <https://restructuring.primeclerk.com/pge>. Click on the “Submit E-Ballot” section of the website and follow the instructions to submit your Ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#: _____

Prime Clerk’s “E-Ballot” platform is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, e-mail or other means of electronic transmission will not be counted.

Each E-Ballot ID# is to be used solely for voting only those [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] described in Item 1 of your E-Ballot. Please complete and submit an E-Ballot for each E-Ballot ID# you receive, as applicable.

Holders who cast a Ballot using Prime Clerk’s “E-Ballot” platform should NOT also submit a paper Ballot.

Item 1. Amount of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims]. For purposes of voting to accept or reject the Plan, the undersigned certifies that as of March 3, 2020, the undersigned holds [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] in the principal amount set forth below.

Claim(s) Amount: _____

Item 2. Vote on the Plan. The undersigned holder of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] in the principal amount set forth in Item 1 above hereby votes to:

Check one box:

☐

ACCEPT (I.E., VOTE IN FAVOR OF) the Plan

☐

REJECT (I.E., VOTE AGAINST) the Plan

Item 3. Optional Release Election.

**IMPORTANT INFORMATION REGARDING CERTAIN RELEASES BY HOLDERS
OF [UTILITY FUNDED DEBT CLAIMS/HOLDCO RESCISSION OR DAMAGE
CLAIMS] UNDER THE PLAN:**

You can elect, pursuant to Section 10.9(b) of the Plan, to release certain persons, collectively, and in each case in their capacities as such: (a) the Debtors and Reorganized Debtors; (b) the Tort Claimants Committee; (c) the DIP Facility Agents; (d) the DIP Facility Lenders; (e) the Exit Financing Agents; (f) the Exit Financing Lenders; (g) the Backstop Parties; (h) the Public Entities Releasing Parties; (i) the Consenting Creditors (solely in their capacity as holders of Subrogation Wildfire Claims); (j) the Shareholder Proponents; (k) the Consenting Noteholders; (l) the Funded Debt Trustees; and (m) with respect to each of the foregoing entities (a) through (l), such entities' predecessors, successors, assigns, subsidiaries, affiliates, managed accounts and funds, current and former officers and directors, principals, equity holders, members, partners, managers, employees, subcontractors, agents, advisory board members, restructuring advisors, financial advisors, attorneys, accountants, investment bankers, consultants, representatives, management companies, fund advisors (and employees thereof), and other professionals, and such entities' respective heirs, executors, estates, servants, and nominees, in each case in their capacity as such (the "Released Parties").

To grant these releases you must check the box below. If you elect not to check the box below, you will not grant the releases.

Your election to opt-in to the releases does not affect the classification or treatment of your Claims in any way pursuant to the Plan.

Please note that the release pursuant to Section 10.9(b) is in addition to the release and discharge of Claims and Interests against the Debtors which arose prior to the Effective Date pursuant to Section 10.3 of the Plan, and the injunctions supporting such release and discharge in Sections 10.6 and 10.7 of the Plan, and opting-out of granting the releases in Section 10.9(b) does not affect the operation of these or any other provision of the Plan.

Please be advised that the complete text of the releases set forth in Section 10.9(b) of the Plan is set forth on Annex A hereto. You are advised to carefully review and consider these releases in their entirety.

Check the box below to opt-in to granting the releases contained in Section 10.9(b) of the Plan. For the avoidance of doubt, if you elect not to check the box below, you will not grant the releases.

☐

Opt-In: The undersigned elects to **GRANT (I.E., OPT-IN TO)** the releases contained in Section 10.9(b) of the Plan.

Item 4. Acknowledgements and Certification. By signing this Ballot, the undersigned acknowledges that the undersigned has been provided with: a copy of the Disclosure Statement, including the Plan and all other exhibits thereto; a Confirmation Hearing Notice; and a copy of the Disclosure Statement and Solicitation Procedures Order without exhibits. The undersigned certifies that (a) it is the holder of [Utility Funded Debt Claims/HoldCo Rescission or Damage Claims] in the principal amount identified in Item 1 above and (b) it has full power and authority to vote to accept or reject the Plan and to elect to opt-in to the optional releases under the Plan. The undersigned further acknowledges that the solicitation of votes is subject to all terms and conditions set forth in the Disclosure Statement and Solicitation Procedures Order, and the procedures for the solicitation of votes to accept or reject the Plan contained therein.

Print or Type Name of Claim Holder: _____

Social Security or
Federal Tax I.D. No. of Claim Holder: _____

Signature: _____

Name of Signatory
(if different than Claim Holder): _____

If by Authorized Agent, Title of Agent: _____

Street Address: _____

Street Address (continued): _____

City, State, and Zip Code: _____

Country: _____

E-mail Address: _____

Date Completed: _____

Please check one or both of the below boxes if the above address is a change of address for the purpose(s) of:

- ☐ Future notice mailings in these Chapter 11 Cases; and/or
- ☐ Distributions, if any, upon your Claims in these Chapter 11 Cases

ANNEX A: PLAN INJUNCTION, EXCULPATION, AND RELEASE PROVISIONS

The provisions of the Plan excerpted in this Annex A are subject to such definitions, other provisions, and exceptions contained in the Plan that may be applicable. **YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MAY BE AFFECTED THEREUNDER.**

Optional Release Provisions under the Plan

Please be advised that Section 10.9(b) of the Plan, which you can elect to opt-in to by this Ballot, contains the following releases by Holders of Claims and Interests:

As of and subject to the occurrence of the Effective Date, except for the rights that remain in effect from and after the Effective Date to enforce the Plan and the Plan Documents, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), for good and valuable consideration, the adequacy of which is hereby confirmed, including, the service of the Released Parties to facilitate the reorganization of the Debtors and the implementation of the Restructuring, and except as otherwise provided in the Plan or in the Confirmation Order, the Released Parties, are deemed forever released and discharged, to the maximum extent permitted by law and unless barred by law, by the Releasing Parties from any and all claims, interests, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, remedies, and liabilities whatsoever, including any derivative claims, asserted or assertable on behalf of the Debtors, and any claims for breach of any fiduciary duty (or any similar duty), whether known or unknown, foreseen or unforeseen, existing or hereinafter arising, in law, equity, or otherwise, that such holders or their affiliates (to the extent such affiliates can be bound) would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other Entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Fires, the Chapter 11 Cases, the purchase, sale, or rescission of the purchase or sale of any Security of the Debtors or the Reorganized Debtors, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between any Debtor and any Released Party, the DIP Facilities, the Plan Funding, the Restructuring, the restructuring of any Claim or Interest before or during the Chapter 11 Cases, the Restructuring Transactions, the Public Entities Plan Support Agreement, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the negotiation, formulation, or preparation of the Disclosure Statement, the Plan and related agreements, instruments, and other documents (including the Plan Documents, the Claims Resolution Procedures, the Wildfire Trust Agreements, Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, and the Exit Financing Documents), the solicitation of votes with respect to the Plan, any membership in (including, but not limited to, on an ex officio basis), participation in, or involvement with the Statutory Committees, or any other act or omission, transaction, agreement, event, or other

occurrence, and in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to the Plan. Notwithstanding the above, the holders of Environmental Claims, Workers' Compensation Claims and 2001 Utility Exchange Claims retain the right to assert such Claims against the Reorganized Debtors in accordance with the terms of the Plan; and nothing herein shall be deemed to impose a release by holders of Fire Victim Claims of insurance claims arising under their insurance policies against holders of Subrogation Wildfire Claims, other than any rights such holder may elect to release as part of any settlement as set forth in Section 4.25(f)(ii) hereof.

Other Key Injunction, Exculpation, and Release Provisions under the Plan

Please be advised that the Plan also contains the following key injunction, exculpation, and release provisions. If the Plan is confirmed by the Bankruptcy Court, these sections will be binding on you whether or not you elect to opt-in to the releases in Section 10.9(b) of the Plan by this Ballot.

Section 10.6 – Injunction.

- (a) Except as otherwise provided in this Plan or in the Confirmation Order, as of the entry of the Confirmation Order but subject to the occurrence of the Effective Date, all Persons who have held, hold, or may hold Claims or Interests are, with respect to any such Claim or Interest, permanently enjoined after the entry of the Confirmation Order from:
- (i) commencing, conducting, or continuing in any manner, directly or indirectly, any suit, action, or other proceeding of any kind (including, any proceeding in a judicial, arbitral, administrative, or other forum) against or affecting, directly or indirectly, a Debtor, a Reorganized Debtor, or an estate or the property of any of the foregoing, or any direct or indirect transferee of any property of, or direct or indirect successor in interest to, any of the foregoing Persons mentioned in this subsection (i) or any property of any such transferee or successor;
 - (ii) enforcing, levying, attaching (including any prejudgment attachment), collecting, or otherwise recovering in any manner or by any means, whether directly or indirectly, any judgment, award, decree, or order against a Debtor, a Reorganized Debtor, or an estate or its property, or any direct or indirect transferee of any property of, or direct or indirect successor in interest to, any of the foregoing Persons mentioned in this subsection (ii) or any property of any such transferee or successor;
 - (iii) creating, perfecting, or otherwise enforcing in any manner, directly or indirectly, any encumbrance of any kind against a Debtor, a Reorganized Debtor, or an estate or any of its property, or any direct or indirect transferee of any property of, or successor in interest to, any of the foregoing Persons mentioned in this subsection (iii) or any property of any such transferee or successor;
 - (iv) acting or proceeding in any manner, in any place whatsoever, that does not conform to or comply with the provisions of this Plan to the full extent permitted by applicable law; and
 - (v) commencing or continuing, in any manner or in any place, any action that does not comply with or is inconsistent with the provisions of this Plan; *provided*, that nothing contained herein shall preclude such Persons who have held, hold, or may hold Claims against a Debtor or an estate from exercising their rights, or obtaining benefits, pursuant to and consistent with the terms

of this Plan, the Confirmation Order, or any other agreement or instrument entered into or effectuated in connection with the consummation of the Plan.

- (b) By accepting distributions pursuant to this Plan, each holder of an Allowed Claim will be deemed to have affirmatively and specifically consented to be bound by this Plan, including, the injunctions set forth in this Section.

Section 10.7 – Channeling Injunction.

- (a) The sole source of recovery for holders of Subrogation Wildfire Claims and Fire Victim Claims shall be from the Subrogation Wildfire Trust and the Fire Victim Trust, as applicable. The holders of such Claims shall have no recourse to or Claims whatsoever against the Reorganized Debtors or their assets and properties. Consistent with the foregoing, all Persons that have held or asserted, or that hold or assert any Subrogation Wildfire Claim or Fire Victim Claim shall be permanently and forever stayed, restrained, and enjoined from taking any action for the purpose of directly or indirectly collecting, recovering, or receiving payments, satisfaction, or recovery from any Reorganized Debtor or its assets and properties with respect to any Fire Claims, including all of the following actions:

- (i) commencing, conducting, or continuing, in any manner, whether directly or indirectly, any suit, action, or other proceeding of any kind in any forum with respect to any such Fire Claim, against or affecting any Reorganized Debtor, or any property or interests in property of any Reorganized Debtor with respect to any such Fire Claim;
- (ii) enforcing, levying, attaching, collecting or otherwise recovering, by any manner or means, or in any manner, either directly or indirectly, any judgment, award, decree or other order against any Reorganized Debtor or against the property of any Reorganized Debtor with respect to any such Fire Claim;
- (iii) creating, perfecting, or enforcing in any manner, whether directly or indirectly, any Lien of any kind against any Reorganized Debtor or the property of any Reorganized Debtor with respect to any such Fire Claims;
- (iv) asserting or accomplishing any setoff, right of subrogation, indemnity, contribution, or recoupment of any kind, whether directly or indirectly, against any obligation due to any Reorganized Debtor or against the property of any Reorganized Debtor with respect to any such Fire Claim; and
- (v) taking any act, in any manner, in any place whatsoever, that does not conform to, or comply with, the provisions of the Plan Documents, with respect to any such Fire Claim.

- (b) **Reservations.** Notwithstanding anything to the contrary in this Section 10.7 of the Plan, this Channeling Injunction shall not enjoin:

- (i) the rights of holders of Subrogation Fire Claims and Fire Victim Claims to the treatment afforded them under the Plan, including the right to assert such Claims in accordance with the applicable Wildfire Trust Agreements solely against the applicable Wildfire Trust whether or not there are funds to pay such Fire Claims; and
 - (ii) the Wildfire Trusts from enforcing their rights under the Wildfire Trust Agreements.
- (c) **Modifications.** There can be no modification, dissolution, or termination of the Channeling Injunction, which shall be a permanent injunction.
- (d) **No Limitation on Channeling Injunction.** Nothing in the Plan, the Confirmation Order, or the Wildfire Trust Agreements shall be construed in any way to limit the scope, enforceability, or effectiveness of the Channeling Injunction provided for herein and in the Confirmation Order.
- (e) **Bankruptcy Rule 3016 Compliance.** The Debtors' compliance with the requirements of Bankruptcy Rule 3016 shall not constitute an admission that the Plan provides for an injunction against conduct not otherwise enjoined under the Bankruptcy Code.

Section 10.8 - Exculpation. Notwithstanding anything herein to the contrary, and to the maximum extent permitted by applicable law, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), no Exculpated Party shall have or incur, and each Exculpated Party is hereby released and exculpated from, any Claim, Interest, obligation, suit, judgment, damage, demand, debt, right, Cause of Action, loss, remedy, or liability for any claim (including, but not limited to, any claim for breach of any fiduciary duty or any similar duty) in connection with or arising out of the administration of the Chapter 11 Cases; the negotiation and pursuit of the Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the Plan Funding, the DIP Facilities, the Disclosure Statement, the Plan, the Restructuring Transactions, the Wildfire Trusts (including the Plan Documents, the Claims Resolution Procedures and the Wildfire Trust Agreements), or any agreement, transaction, or document related to any of the foregoing, or the solicitation of votes for, or confirmation of, this Plan; the funding of this Plan; the occurrence of the Effective Date; the administration of this Plan or the property to be distributed under this Plan; any membership in (including, but not limited to, on an *ex officio* basis), participation in, or involvement with the Statutory Committees; the issuance of Securities under or in connection with this Plan; or the transactions in furtherance of any of the foregoing; except for Claims related to any act or omission that is determined in a Final Order by a court of competent jurisdiction to have constituted actual fraud or willful misconduct, but in all respects such Entities shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities pursuant to this Plan. The Exculpated Parties and each of their respective affiliates, agents, directors, officers, employees, advisors, and attorneys have acted in compliance with the applicable provisions of the Bankruptcy Code with regard to the solicitation and distributions pursuant to this Plan and, therefore, are not, and on account of such distributions shall not be, liable at any

time for the violation of any applicable law, rule, or regulation governing the solicitation of acceptances or rejections of this Plan or such distributions made pursuant to this Plan, including the issuance of Securities thereunder. This exculpation shall be in addition to, and not in limitation of, all other releases, indemnities, exculpations, and any other applicable law or rules protecting such Exculpated Parties from liability.

Section 10.9 – Releases.

- (a) ***Releases by the Debtors.*** As of and subject to the occurrence of the Effective Date, except for the rights that remain in effect from and after the Effective Date to enforce this Plan and the Plan Documents, and except for the Assigned Rights and Causes of Action solely to the extent preserved by Section 10.9(g), for good and valuable consideration, the adequacy of which is hereby confirmed, including, the service of the Released Parties to facilitate the reorganization of the Debtors, the implementation of the Restructuring, and except as otherwise provided in this Plan or in the Confirmation Order, the Released Parties are deemed forever released and discharged, to the maximum extent permitted by law and unless barred by law, by the Debtors, the Reorganized Debtors, and the Debtors' estates, in each case on behalf of themselves and their respective successors, assigns, and representatives and any and all other Entities who may purport to assert any Cause of Action derivatively, by or through the foregoing Entities, from any and all claims, interests, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, remedies, or liabilities whatsoever, including any derivative claims, asserted or assertable on behalf of the Debtors, the Reorganized Debtors, or the Debtors' estates, whether known or unknown, foreseen or unforeseen, existing or hereinafter arising, in law, equity, or otherwise, that the Debtors, the Reorganized Debtors, or the Debtors' estates would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other Entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Chapter 11 Cases, the Fires, the purchase, sale, or rescission of the purchase or sale of any Security of the Debtors or the Reorganized Debtors, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in this Plan, the business or contractual arrangements between any Debtor and any Released Party, the DIP Facilities, the Plan Funding, the Restructuring, the restructuring of any Claim or Interest before or during the Chapter 11 Cases, the Restructuring Transactions, the Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, the Exit Financing Documents, the negotiation, formulation, or preparation of the Disclosure Statement and this Plan and related agreements, instruments, and other documents (including the Plan Documents, the Claims Resolution Procedures, the Wildfire Trust Agreements, Public Entities Plan Support Agreements, the Backstop Commitment Letters, the Subrogation Claims RSA, the Tort Claimants RSA, the Noteholder RSA, and the Exit Financing Documents), the solicitation of votes with respect to this Plan, any membership (including, but not limited to, on an *ex officio* basis), participation in, or involvement with the Statutory Committees, or any other act or omission, transaction, agreement, event, or other occurrence, and in all respects such Entities shall be entitled to reasonably rely upon

the advice of counsel with respect to their duties and responsibilities pursuant to this Plan.

- (b) *Releases by Holders of Claims and Interests.* [excerpted above]
- (c) *Only Consensual Non-Debtor Releases.* Except as set forth under Section 4.25(f)(ii) hereof, for the avoidance of doubt, and notwithstanding any other provision of this Plan, nothing in the Plan is intended to, nor shall the Plan be interpreted to, effect a nonconsensual release by a holder of a Claim in favor of a party that is not a Debtor, it being acknowledged that such holder shall be deemed to release a party that is not a Debtor under the Plan solely to the extent that such holder consensually elects to provide such Plan release in accordance with the opt-in release procedures set forth herein or in any applicable Ballot. The holder of a Claim shall receive the same amount of consideration under the Plan whether or not such holder elects to release a party that is not a Debtor in accordance with the opt-in release procedures set forth herein or in any applicable Ballot.
- (d) *Release of Liens.* Except as otherwise specifically provided in the Plan or in any contract, instrument, release, or other agreement or document created pursuant to the Plan, including the Exit Financing Documents, on the Effective Date and concurrently with the applicable distributions made pursuant to the Plan and, in the case of a Secured Claim, satisfaction in full of the portion of the Secured Claim that is Allowed as of the Effective Date, all mortgages, deeds of trust, Liens, pledges, or other security interests against any property of the estates shall be fully released and discharged, and all of the right, title, and interest of any holder of such mortgages, deeds of trust, Liens, pledges, or other security interests shall revert to the Reorganized Debtors and their successors and assigns, in each case, without any further approval or order of the Bankruptcy Court and without any action or filing being required to be made by the Debtors.
- (e) *Waiver of Statutory Limitations on Releases.* Each releasing party in any general release contained in the Plan expressly acknowledges that although ordinarily a general release may not extend to claims which the releasing party does not know or suspect to exist in his favor, which if known by it may have materially affected its settlement with the party released, each releasing party has carefully considered and taken into account in determining to enter into the above releases the possible existence of such unknown losses or claims. Without limiting the generality of the foregoing, and solely with respect to any general release under this Plan, each releasing party expressly waives any and all rights conferred upon it by any statute or rule of law which provides that a release does not extend to claims which the claimant does not know or suspect to exist in its favor at the time of executing the release, which if known by it may have materially affected its settlement with the released party, including the provisions of California Civil Code section 1542. The releases contained in this Article X of the Plan are effective regardless of whether those released matters are presently known, unknown, suspected or unsuspected, foreseen or unforeseen.

- (f) **Injunction Related to Releases and Exculpation.** The Confirmation Order shall permanently enjoin the commencement or prosecution by any Person or Entity, whether directly, derivatively, or otherwise, of any Claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, or liabilities released pursuant to this Plan, including, the claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, and liabilities released or exculpated in this Plan. For the avoidance of doubt, this injunction shall not apply to the rights of the Fire Victims Trust to prosecute and settle any Assigned Rights and Causes of Action solely to the extent provided for in the Plan. Notwithstanding the above, the holders of Environmental Claims, Workers' Compensation Claims and 2001 Utility Exchange Claims retain the right to assert such Claims against the Reorganized Debtors in accordance with the terms of the Plan.
- (g) **No Release or Exculpation of Assigned Rights and Causes of Action.** Notwithstanding any other provision of the Plan, including anything in Section 10.8 and/or 10.9, the releases, discharges, and exculpations contained in this Plan shall not release, discharge, or exculpate any Person from the Assigned Rights and Causes of Action.

Exhibit D

IMPORTANT

Enclosed in this mailing is a provisional Standard Impaired Debt Ballot [Class 10A-II HoldCo Rescission or Damage Claims] (a “***Class 10A-II Ballot***”) for voting to accept or reject the *Debtors’ and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization* dated March 16, 2020 [Docket No. 6320] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “Plan¹”).

To have your vote counted, you must complete, sign, and return the enclosed Ballot so that it is received by Prime Clerk LLC (“**Prime Clerk**”), the Court-appointed solicitation agent, at the appropriate address listed in the Ballot no later than May 15, 2020 at 4:00 p.m. (Prevailing Pacific Time).

WHETHER YOU HAVE ALREADY SUBMITTED A RECISSION OR DAMAGE PROOF OF CLAIM FORM OR ARE SUBMITTING A PROOF OF CLAIM FORM CONTEMPORANEOUSLY WITH THIS BALLOT, PLEASE BE CERTAIN YOU USE (OR HAVE USED) THE EXACT SAME NAME ON YOUR RESCISSION OR DAMAGE CLAIM PROOF OF CLAIM FORM AS APPEARS PRINTED ON THE ENCLOSED CLASS 10A-II BALLOT (INCLUDING THE EXACT SAME SPELLING AND FORMAT OF THE NAME).

For example, if the name on page 8 of the enclosed Class 10A-II Ballot is “Michael E. Smith”, please complete your Rescission or Damage Claim using the name “Michael E. Smith”. If you use any of the following “Michael Smith”, “Mike Smith”, “M. Smith”, “Smith, Michael”, or “Smith, M.” (to provide just a few examples”) when completing your Rescission or Damage Proof of Claim Form, you risk your Class 10A-II Ballot not being linked to an underlying Rescission or Damage Claim, which would result in your vote being invalidated.

****Claimants who do not use the same exact name when completing their Class 10A-II Ballot and Rescission or Damage Proof of Claim Form or do not provide Prime Clerk the information needed to match their Class 10A-II Ballot to the corresponding Rescission or Damage Proof of Claim Form risk having their Class 10A-II votes invalidated.****

Please note that the enclosed Ballot is being provided on a provisional basis and is subject to, among other things, the terms and conditions of the Disclosure Statement and Solicitation Procedures Order. The Debtors reserve all of their rights in connection therewith.

If you have any questions, please contact Prime Clerk at pgeballots@primeclerk.com

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan or the Order approving the Disclosure Statement and related solicitation procedures [Docket No. 6340] (the “**Disclosure Statement and Solicitation Procedures Order**”), as applicable.

Exhibit E

Exhibit E
Supplemental RoD Late Filed CHN Service List
Served via First Class Mail

MMLID	Name	Address 1	Address 2	Address 3	City	State	Postal	Country
7949022	Akutagawa, Richard T.	Address on File						
7951323	Alvarez, Santa R.	Address on File						
7926174	Ameriprise Retirement Plan Trust	Address on File						
7938275	Andrews, Robert J.	Address on File						
7937072	Arif, Clifford L	Address on File						
7945960	Arnold, Frederick A.	Address on File						
7927218	Bailey, Jeffrey	Address on File						
7927239	Bailey, Phillip	Address on File						
7946142	BANACH, GARY	Address on File						
7926747	Barry & Diane Goldstein Living Trust	Address on File						
7936846	Bernstein, Martin H.	Address on File						
7936565	Blades, Linda	Address on File						
7939202	Bonilla, Judy Louise	Address on File						
7936727	Bordelon, James	Address on File						
7938058	BP Master Trust for Employee Pension Plans	Christine Tammy Babicz - BP	30 S. Wacker Dr, Suite 300		Chicago	IL	60606	
7938519	Bravo Health Pennsylvania, Inc. OBO HSPBPA	Attn: Maria Turner A4ACT	900 Cottage Grove Rd		Bloomfield	CT	06002	
7945901	Breckner, Suzanne Marie	Address on File						
7931240	Brooks, Geraldine Rhonda	Address on File						
7926256	Bruce Alpert Family Trust, c/o Jeremy G. Alper, Trustee	Address on File						
7699608	BUTTERFIELD, JOANNE L	Address on File						
7930073	Caldwell, John	Address on File						
7938375	Carleton Engineers & Consultants Inc. Profit Sharing Plan	Finis E. Carleton, Trustee	313 Ellerbrocht Drive		Fredericksburg	TX	78624	
7949718	CCW International Inc	30840 Cartier Drive			Rancho Palos Verdes	CA	90275	
7938862	Charles Schwab Contributory IRA FBO Cheryl Abramowitz	Address on File						
7944395	CHEN, CHENCHENG	Address on File						
7943223	Cheung, Michael	Address on File						
7944427	Chiofolo, Victor P.	Address on File						
7938851	Christmas, Johanne E	Address on File						
7931442	CICCONE, CAROL M	Address on File						
7938134	Cigna Behavioral Health of California, Inc. OBO MCCCCA	Attn: Maria Turner A4ACT	900 Cottage Grove Rd		Bloomfield	CT	06002	
7946086	Clare H. Springs, Trustee	Address on File						
7936729	CLASSEN, RONALD C. & MARGARET M.	Address on File						
7938876	Clearwater Audubon	PO Box 97			Clearwater	FL	33757	
7936692	Cobb, Robert H.	Address on File						
7936755	Cobb, Rosemary	Address on File						
7935889	Colaizzi, Raymon S. & Mildred S.	Address on File						
7932891	Cole Jr., John L.	Address on File						
7938195	Connecticut General Life Insurance Company OBO SASV901	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7931996	Connecticut General Life Insurance Company OBO SASV901	Address on File						
7939651	Connecticut General Life Insurance Company OBO SASV904	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7937133	Conneticut General Life Insurance Company OBO CII01	Jumana Siddiqui	900 Cottage Grove Rd A4ACT		Bloomfield	CT	06002	
7937121	Consolidated Retiree Health Benefits Trust	Address on File						
7764699	COPELAND, JEFFRY R	Address on File						
7938257	CRANE, GERI LYNN	Address on File						
7931981	CURTIS, MARCIA M.	Address on File						
7926972	Cutney, Charles A.	Address on File						
7931049	David T. Walker IRA	Address on File						
7943929	DAVIS, JANICE H	Address on File						
7938798	Davis, Joyce S.	Address on File						
7939923	Davis, Joyce S. & Robert A.	Address on File						
7938846	Davis, Robert A.	Address on File						
7938963	Davis, Robert A.	Address on File						
7931301	Dayton, Miki	Address on File						
7931093	DECINA, ROBERT	Address on File						
7948789	DeJong, Kevin	Address on File						
7946204	Dimen, Josh	Address on File						

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7949837	Diocese of Shreveport	Address on File						
7687389	Don S Beevers & Majorie H Beevers JT TEN	Address on File						
7938113	Douglas G McClenaghan Bene to Mary Lou McClenaghan DECD IRA Wedbush	Address on File						
7938455	Douglas G McClenaghan TTEE UTD 1/01/07 FBO Douglas G McClenaghan CPA	Address on File						
7949967	DRRT FBO AMPEGA ASSET MANAGEMENT GMBH	Address on File						
7950040	DRRT FBO AMPEGA ASSET MANAGEMENT GMBH	Address on File						
7950293	DRRT FBO AMPEGA ASSET MANAGEMENT GMBH (HANNOVER)	Address on File						
7938060	Drucker, A Norman	Address on File						
7930993	Drucker, Elliot F.	Address on File						
7948993	E C RODRIGUEZ & CAROL RODRIGUEZ TR UA OCT 2 00	Address on File						
7688740	EARL COPELAND TR	Address on File						
7930464	Edgett-Elia, Marcia A	Address on File						
7683871	ENGLISH, CONSTANCE LYNN PHILIPS	Address on File						
7937933	Ewald O. Neitzel & Vivian Neitzel Family Rev Trust	Address on File						
7939412	Floyd, Yasuyo	Address on File						
7939368	Floyd, Yasuyo	Address on File						
7930567	Fonds Desjardins Equilibre Mondial 00911533/8.2	Fiducie Desjardins Inc.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins C.P. 34	Montréal	QC	H5B 1E4	Canada
7929678	Fonds Desjardins Revenu Taux Variable 00910906/7.2	Fiducie Desjardins Inc.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins C.P. 34	Montréal	QC	H5B 1E4	Canada
7930813	Gibson, Jr., Marion Haywood	Address on File						
7943169	Gina Lombardi & Mark R Mathias Trust	Address on File						
7937657	Golden Horse Family Limited Partership	Address on File						
7938334	Golden Horse Family Limited Partnership	Address on File						
7949401	Golden, Richard A.	Address on File						
7950030	Gottfried, Barrie J	Address on File						
7937918	Guevreyan, Hrant	Address on File						
7945670	Harrelson, Jennifer P.	Address on File						
7943405	Harry L. Gible Kathleen M. Gible 3-30-20	Address on File						
7938521	HealthSpring Life & Health Insurance Company, Inc. OBO HSPTX	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7938074	HealthSpring of Alabama Inc. OBO HSPAL	Attn: Maria Turner A4ACT	900 Cottage Rd		Bloomfield	CT	06002	
7938517	HealthSpring of Alabama, Inc. OBO HSPAL	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7938527	HealthSpring of Tennessee, Inc. OBO HSPTN	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7938174	Heath-Rawlings, Beverly	Address on File						
7949231	HH Health System - Marshall LLC	Address on File						
7949891	Hodge, James E.	Address on File						
7938808	Houghton, Mary D.	Address on File						
7940056	HUTTNER, ERIC	Address on File						
7696017	JACK W DAVIS & LINDA E DAVIS JT TEN	Address on File						
7936916	Jefferson, Vivian Shirley	Address on File						
7946359	John M. and Becky D. Yluck	Address on File						
7950255	JOHN S & ANNE D RICHARDSON CO TTEE RICHARDSON REVOCABLE LIVING TRUST	Address on File						
7930980	Jones, Catherine A.	Address on File						
7926183	Jones, Catherine A.	Address on File						
7954315	Joseph Francolino Snr. IRA	Address on File						
7939119	KING, HELEN F	Address on File						
7936778	KRITZMAN, ELLEN B.	Address on File						
7946294	KUSHNIR, ARKADY	Address on File						
7936861	Labe, Ann	Address on File						
7932172	Landmark Life Insurance Co.	Address on File						
7945980	Lentsch, Ronald H	Address on File						
7926212	Levine, Jeffrey A	Address on File						
7939414	Lew, Wendy	Address on File						
7938535	LIEN, SHIRLEY S.	Address on File						
7937200	Life Insurance Company of North America OBO LINACGS	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7944280	Lin, Joseph	Address on File						
7937982	LLORENS, PATRICIA E	Address on File						
7950222	Logan, Sheila A.	Address on File						

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7938507	Loyal American Life Insurance Company OBO GALOYAL	Attn: Maria Turner A4ACT	900 Cottage Grove Rd.		Bloomfield	CT	06002	
7938012	Lynch, Lynne M.	Address on File						
7938053	Lynch, Peter A	Address on File						
7948853	Mack, James A	Address on File						
7949793	Mack, James A.	Address on File						
7929994	Maine Public Employees Retirement System	Barrack, Rodos & Bacine	Attn: Leslie Bornstein Molder	3300 Two Commerce Square 2001 Market Street	Philadelphia	PA	19103	
7950246	Mallahan, Leonard T.	Address on File						
7930333	Malta, Rosa	Address on File						
7931819	MARIANNE G MCCLLENAGHAN WEDBUSH SECS CTDN IRA ROTH 12/11/14	Address on File						
7943325	Marion Sargent Rev Tr UAD 3/24/95	Address on File						
7945381	Mark E. Ransom Living Trust U/A DTD 05/04/2004	Address on File						
7945773	Martin L Fackler QTIP Tr, Sandra Fackler Ttee	Address on File						
7946369	Martin L Fackler Remainder TR, Sandra Fackler TTEE	Address on File						
7939325	McAlister, Cynthia	Address on File						
7938515	MCCANTY, MARGARET M	Address on File						
7945365	McCraw, Nancy	Address on File						
7945262	McCraw, Nancy W	Address on File						
7937595	McDonald, Terrance E.	Address on File						
7937471	Melvin, Donna M.	Address on File						
7937862	Muirhead, Helen L.	Address on File						
7954393	MURRAY, RALPH D	Address on File						
7943208	Murray, Ralph D.	Address on File						
7948979	Myer, Janis W.	Address on File						
7772009	NELSON, DON LEE V AND JOYCE R	Address on File						
7936067	Newbold, Irina	Address on File						
7944963	Newman, Arlene	Address on File						
7945322	Newman, Arlene T.	Address on File						
7938102	Nolan, Patsy A.	Address on File						
7946165	Pacific Gas and Electric Company (19-30089)	Address on File						
7937457	Parker, III, Ronald	Address on File						
7945332	Peppard, Bruce D	Address on File						
7931643	Peterson, Roger Allen	Address on File						
7949957	Petravicius, Arvydas J.	Address on File						
7937726	PHILLIPPIE, BONITA M	Address on File						
7939467	Ploeger, Kathi S	Address on File						
7937966	Portnoy, Joseph N.	Address on File						
7931880	Quadrini, Lisa	Address on File						
7945692	Rabon, Kenneth W	Address on File						
7943323	RICHARD SARGENT DIANE SARGENT JTWROS	Address on File						
7939888	Rick A. Yale and Barbara G. Yale	Address on File						
7938225	Rogers DMD, Jack	Address on File						
7936307	Salis, George	Address on File						
7938205	SAWIN, EDMUND	Address on File						
7950046	Schepper, Christopher	Address on File						
7957931	Schutmaat, Kelly	Address on File						
7949186	Shafae, Morteza	Address on File						
7939309	SHIM, GUN	Address on File						
7939093	Shirley J Shychuck (Deceased)	Address on File						
7939062	Shychuck, William B.	Address on File						
7948837	Siegel, Howard	Address on File						
7936552	Smith, Andrea Yvette	Address on File						
7944232	Stone, Andrew P.	Address on File						
7944213	Straub Jr, Robert C.	Address on File						
7936784	Stroman-McGuire, Michele	Address on File						
7927840	Stupski, Eric	Address on File						
7927862	Stupski, Eric	Address on File						
7938428	Susoev, Alex	Address on File						

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MMLID	Name	Address 1	Address 2	Address 3	City	State	Postal	Country
7950090	Tang, Christina	Address on File						
7949874	Tang, Harry	Address on File						
7938003	Tesch, John	Address on File						
7936741	The Silva Family Living Trust U/A Dated 05/18/2017	Address on File						
7937135	Thomas, Bruce A.	Address on File						
7938062	TIEDEMANN, PATRICK J	Address on File						
7937068	Topa, Allen	Address on File						
7936954	Trygg, Lisa L	Address on File						
7949419	Turner, Gene	Address on File						
7931010	Walker Tod, David T.	Address on File						
7931354	Walker, David T.	Address on File						
7927870	Wang, Grace	Address on File						
7938800	WATSON IV, WILLIAM R	Address on File						
7926929	Wendy L. Baker, Trust	Address on File						
7946329	Wesley H Sowers Jr and Kathleen F. Sowers	Address on File						
7931849	WHITE, MELISSA P	Address on File						
7935832	WILKS, JONATHON	Address on File						
7902404	Wyoming Investments, LLC	Lawrence A. Post	1160 Tower Road		Beverly Hills	CA	90210	
7949327	Yip, Stanley	Address on File						
7946136	Zhen, Chad	Address on File						

Exhibit F

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7932815	A Russell Bobo 2012 / RRevoc Trust 9/21/12	Timara Bobo Ttee	1 Halidon Court		Palm Beach Gardens	FL	33418	
7938051	Abramson, Michael Zachary	Address on File						
7946138	Agnello, Margaret	Address on File						
7946169	Agnello, Margaret & Carl	Address on File						
7937980	Albert, Carroll Parker	Address on File						
7939586	Alec Yen Nien Lui MO TTEE	Address on File						
7951964	Allen, John B.	Address on File						
7931823	Allmond, Rob Eric	Address on File						
7936930	Allred, Larry	Address on File						
7948746	ALMA ELIAS REVOCABLE TRUST	Address on File						
7938396	ALMQUIST, BRUCE G	Address on File						
7937850	ALTERSON, CHARLOTTE	Address on File						
7937936	Althan, Kurt	Address on File						
7762239	AMERICAN STEEL KNIFE INC	6723 168TH ST			FLUSHING	NY	11365-3211	
7786032	ANDERSON W FLOYD, DECEASED, YASUYO FLOYD, THE DECEDENT'S SPOUSE	Address on File						
7936624	Anderson, John	Address on File						
7936624	Anderson, John	Address on File						
7676974	ANDREW A PACE &	Address on File						
7949086	Andrew R Weiss U/T/A DTD 6/6/2007	8976 Bastille Cir. E.			Parkland	FL	33076	
7689728	ANGUIANO, ELIZABETH C	Address on File						
7939261	Anis Shamiyeh, Trustee AC Shamiyeh Trust DTD 11/01/00	Address on File						
7772419	ANNE K OSMER TR UA MAY 04 95	Address on File						
7937455	Applebaum, Martin	Address on File						
7954453	Arnold, Joseph	Address on File						
7949866	Arrigucci, Joel A.	Address on File						
7931318	Artikaskan, Gail	Address on File						
7949845	BABB, STEPHEN DENNIS	Address on File						
7936832	Baig, Ahmed	Address on File						
7936769	Baldanzi, Denise	Address on File						
7937373	Barbara G Kahler TTEE	Address on File						
7938069	Barbara G. Bunge Revocable Living Trust	Address on File						
7938420	Barbara Mishkin IRA	Address on File						
7945252	Barker, Robert L	Address on File						
7937046	Barron, Michele M.	Address on File						
7954415	Barstow Vine, Janet L	Address on File						
7949791	Bauer, Norman	Address on File						
7939486	Baylor, Michael George	Address on File						
7951173	Beatty, Suzanne	Address on File						
7949983	Beck, Randall F	Address on File						
7949783	Bedwell, Edward T	Address on File						
7939169	Berg, Timothy	Address on File						
7700055	BERGMAN, JOHN D & VIRGINIA J	Address on File						
7936005	Berti, Kathryn A.	Address on File						
7927139	Bharat B Gupta & Pramila R Gupta Jt Ten	Address on File						
7949859	Bittner, Paul J	Address on File						
7681842	BLACKSHERE, CATHERINE R	Address on File						
7936803	BODELL, JAMES M	Address on File						
7937093	Boeckl, John G.	Address on File						
7950308	Bogin, Jacqueline M & Sidney	Address on File						
7948985	Bonviso, Anthony	Address on File						
7950106	Bonviso, Anthony	Address on File						
7949309	Bonviso, Anthony	Address on File						
7954258	Bowen, Lawrence P	Address on File						
7937924	Bowker, Austin	Address on File						
7945909	Boyle, Caitlin	Address on File						
7945328	Boyle, John	Address on File						
7945832	Boyle, Julia	Address on File						
7937393	Bozick, Glenn F.	Address on File						
7938286	Breakstone, Alan M.	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMUID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7938509	Breakstone, Evelyn M.	Address on File						
7945254	Breckner, Anthony Jacob	Address on File						
7926103	Brennan, Timothy	Address on File						
7944262	Brewer, Larry J	Address on File						
7944414	Brian C Bergner and Regina V Bergner Tenants in Common	Address on File						
7932895	Brodard, Emmanuelle	Address on File						
7938178	Brown, Bill	Address on File						
7927074	Brown, Grace R.	Address on File						
7951144	Brown, Minter	Address on File						
7937310	Bruckwer, Paul	Address on File						
7937887	Bultman, Cynthia A.	Address on File						
7944333	Burnett, Leslie D.	Address on File						
7949839	Burney, Thomas R.	Address on File						
7948936	Burnidge, Dale	Address on File						
7945479	Burns, Michael F.	Address on File						
7946381	Burton, Thomas E	Address on File						
7938121	Bushong, Diana L.	Address on File						
7937242	Cafferata, William & Maureen	Address on File						
7937176	Cahill, Edward A	Address on File						
7931380	Caldwell, John	Address on File						
7927287	Calvin S McCutcheon Ttee, McCutcheon Enterprises	Address on File						
7931408	Calvin S McCutcheon Ttee McCutcheon Enterprises PSP	Address on File						
7939561	Camarata, Peter J	Address on File						
7945421	Campbell Family Trust	Address on File						
7937433	Campbell, David Thomas	Address on File						
7938491	Carey, Jr., Harold A.	Address on File						
7930405	Carlton II, David Hugh	Address on File						
7930783	Carlton, Julie Elizabeth	Address on File						
7943352	Carmen Ledford TOD	Address on File						
7939029	Carmen Ledford Tod and Marla G. Devitt	Address on File						
7926194	Carpenter, Heidi	Address on File						
7936991	Carr II, George K.	Address on File						
7937628	Carson, Steven Dennis	Address on File						
7930963	Carson, Steven Dennis and Pamela	Address on File						
7949895	Catanzano, Pamela	Address on File						
7949951	CATANZANO, PAMELA	Address on File						
7949897	Catherine Dabo Ttee Catherine M Dabo Rev Tru U/A Dtd 06/30/2006	Address on File						
7949002	Cathroe, Ann	Address on File						
7948929	Caton, Catherine	Address on File						
7938529	Central Mutual Insurance Company	Thad R Eikenbary	800 S Washington Street		Van Wert	OH	45891	
7929673	Centre De La Petite Enfrance 00910084/3.2	Address on File						
7939212	Cerniglia, Carl D.	Address on File						
7937954	Chan, John K.	Address on File						
7936898	Chan, Kai Ming	Address on File						
7936863	CHANEY, VALERIE	Address on File						
7949323	Charles H Tragger, IRS Standard	Address on File						
7682446	CHARLES R AUSTIN & JOANNE M AUSTIN JT TEN	Address on File						
7935966	Charles W. Swan as Trustee under Revocable Declaration of Trust DTD	Address on File						
7930036	CHEN, CHIAYIN	Address on File						
7937208	CHEN, CHIAYIN	Address on File						
7957910	Chen, Louie	Address on File						
7936578	CHENG, PAUL	Address on File						
7946212	CHESTERMAN, TERESA	Address on File						
7954193	Chira, Dara J.	Address on File						
7937593	Christmas, Johanne E	Address on File						
7683308	CHUI-HAR LEE CUST	Address on File						
7932889	City of Miami General Employees' & Sanitation Employees' Retirement Trust	2901 Bridgeport Avenue			Coconut Grove	FL	33133	
7948764	CLAIRE H. ENGLUND IRR TRUST	Address on File						
7938167	CLARK, BARBARA	Address on File						
7950238	Clark, Douglas Kent	Address on File						
7779952	CLARK, EUGENE R AND KATHERINE A	Address on File						
7937516	Clarke, Paul M	Address on File						
7938466	CLAUDIA ARON ROSS TR UA JAN 18 05 THE CLAUDIA ARON ROSS LIVING	Address on File						
7938812	CLEARWATER AUDUBON SOCIETY	Address on File						
7949841	Cocino, Florence	Address on File						
7930978	Coe, James	Address on File						
7699137	COGBURN, JILL YORK	Address on File						
7919241	Commission De La Construction Du Quebec 00911212/9.2	Fiducie Desjardins inc	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7946223	Compton, Anthony	Address on File						
7938070	Consolidated Retiree Health Benefits Trust	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMIID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7936160	Constant, John	Address on File						
7939460	Cook, Brad	Address on File						
7939109	Cook, Brad	Address on File						
7939021	COPE, TERESA	Address on File						
7930768	Copeland, Bret D.	Address on File						
7944317	Correa, Jared	Address on File						
7937151	COTTER, JERRY	Address on File						
7939847	COX, JOSHUA	Address on File						
7929885	Coyne, Gabriella	Address on File						
7936322	Cronauer, Peter	Address on File						
7936512	CSHS LLC	Address on File						
7949824	Culver, Wesley	Address on File						
7937212	Curry, Christal (SEP IRA)	Address on File						
7937872	Cushnie, Jay R	Address on File						
7936462	CUSHNIE, JAY R	Address on File						
7763461	CYNTHIA DEANE HEYSE BREEDING	1316 N NEVADA AVE			COLORADO	CO	80903-2432	
7938551	D. Robinson SEP PROP, Douglas S & Kelley Robinson TTEES Robinson Family	Address on File						
7931884	DADSON, MYRON E	Address on File						
7945974	David E Shaw & Madeleine L Shaw Tr	Address on File						
7685408	DAVID J MOORMAN & DEBORAH L MOORMAN JT TEN	Address on File						
7781910	DAVID L DEOPERE TR	UA 10 14 92	DONALD A DEOPERE & HELEN J DEOPERE	3509 22ND ST	ROCK ISLAND	IL	61201-6233	
7939274	David Novodvorsky Dcsd - Jason Novodvorsky P.R.	Address on File						
7945387	Davis Sr., Horace Stephen	Address on File						
7684342	DAVIS, DALE A	Address on File						
7945820	Davis, Dorothy D.	Address on File						
7937583	Davis, William S.	Address on File						
7935997	Davis, William S	Address on File						
7946072	Dawson, Paula	Address on File						
7685927	DAYMIN FONG & JOANNIE C FONG TTEES	Address on File						
7681454	DE BROWER, CAROLYN A	Address on File						
7950140	De Olarte, Gloria	Address on File						
7949864	De Olarte, Gloria	Address on File						
7951995	Debenedictis, Joseph G.	Address on File						
7954085	Debenedictis, Linda	Address on File						
7937976	Deborah L Hayes Trust	Address on File						
7939517	DEBRA HELEN WIEGERT TRUSTEE WILLIAMS FAMILY TRUST	Address on File						
7938949	Debra Helen Wiegert, Trustee Williams Family Trust	Address on File						
7765254	DEMOS J ALEVRAS & CONSTANTINA D ALEVRAS TR UA MAY 24 07 THE	Address on File						
7937419	Dench, Robert H.	Address on File						
7686602	DENNIS E BUSCH & MARGARET	Address on File						
7927022	Dennis R Breen Roth IRA	Address on File						
7782358	DENNIS R FREASIER	22415 N DEL MONTE CT			SUN CITY WEST	AZ	85375-1605	
7781572	DIANE R FRISCH CUST	Address on File						
7936017	Ditt, Mary	Address on File						
7937540	DITT, MARY	Address on File						
7949809	Doin, Robert B.	Address on File						
7775438	DOLORES CAROLYN SUEDEL, JOHN R. SUEDEL, DECEASED	Address on File						
7687440	DONALD B KAZAMA & JOYCE K KAZAMA TR 0312 1946	Address on File						
7687790	DONALD W KOEPP & KATHLEEN R KOEPP JT TEN	Address on File						
7946036	Donna J Fletcher Deceased, Linda S. Burge	Address on File						
7930391	Donsco Inc Retirement Plan Hourly & Salaried 06/26/1969	Address on File						
7949802	Doom, Nancy	Address on File						
7949751	Dorothy Saft Revocable Trust	Howard Schwartz Esq.	7781 NW Beacon square Blvd.	Suite 102	Boca Raton	FL	33487	
7951372	Douglas A. & Kathleen N. White Ten/Com	Address on File						
7950067	DRRT FBO AMPEGA INVESTMENT GMBH (37708)	Address on File						
7949084	DRRT FBO AMPEGA INVESTMENT GMBH (37809)	Address on File						
7937129	DRRT FBO LRI INVEST S.A. (502166)	Address on File						
7937226	Duijshart, Ronald F. & Gail D.	Address on File						
7948891	Durfor, Carlee R	Address on File						
7935781	Duval, David	Address on File						
7932837	Duval, David	Address on File						
7951332	Duymovic, Andrew A.	Address on File						
7951347	Duymovic, Andrew E.	Address on File						
7927888	Dwight Y Chee & Evelyn Wai-Yung Chee	Address on File						
7938555	DWIGHT Y CHEE AND EVELYN WAI YUNG CHEE JT TEN	Address on File						
7949734	E FLORENDO & E FLORENDO CO-TTEE (E FLORENDO REV TRUST)	Address on File						
7940005	E Van Dyke & H. Van Dyke TTEE, The Van Dyke Family Trust	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMIID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7938412	Eades, Edward W.	Address on File						
7939838	Earl L Franklin TR	Address on File						
7946235	Edlin Family Trust U/A/D 8/22/2005	Address on File						
7944408	Edward R Lecam & Mrs Pyong Im Lecam Jt Ten	Address on File						
7949881	Efron, Eric M.	Address on File						
7936049	Elliott IRA, Lila S.	Address on File						
7954187	Elliott Revocable Trust	Address on File						
7938324	Elliott, Darlene M	Address on File						
7945844	Ellison, James	Address on File						
7939377	Elsa M Reginato TTEE/ Sbragia Reginato Trust U/A Dtd 11/19/2002	Address on File						
7938531	ELSIE CHU WONG TOD	Address on File						
7777741	ELSIE CHU WONG TOD	Address on File						
7931591	Engeldinger, Brad	Address on File						
7938437	Erhardt, Joseph	Address on File						
7931904	Erickson, Connie B	Address on File						
7926762	Erickson, Gene	Address on File						
7932057	Ernest, Kim	Address on File						
7937758	Erskine, Joan	Address on File						
7937243	Estate of Gail H Levine c/o M G Tyda, Exec.	Address on File						
7954403	Estate of George Joseph Shia	Address on File						
7937689	Estate of George Joseph Shia	Address on File						
7937165	Ethel S Brody Charitable Foundation, Inc.	Address on File						
7937194	Evans, Gary H.	Address on File						
7937186	EVANS, MARTHA H.	Address on File						
7932885	Eveland, Kenneth S. and Susan R.	Address on File						
7937051	Evelyn W. Cheettee Freidachan Revocable Trust UA DTD 05/12/1993	Address on File						
7949930	Ewing, Irvin L.	Address on File						
7937103	FARNER, ELEANOR G	Address on File						
7927294	Farris, Annie Laura	Address on File						
7929936	Farris, James D	Address on File						
7927278	Farris, James D.	Address on File						
7946034	FEIGENBAUM, JEAN	Address on File						
7954296	Fell, Carole	Address on File						
7954662	Fell, Carole	Address on File						
7954648	Fell, Carole	Address on File						
7938878	Ferguson, Jeffrey L	Address on File						
7945936	Feroglia, Gene	Address on File						
7937105	Ferrell, Theresa	Address on File						
7945525	Fiek, Douglas	Address on File						
7926149	Fiek, Douglas	Address on File						
7936733	Finch, Jenny Carlton	Address on File						
7937492	Fisher, Elizabeth J.	Address on File						
7904587	Fishler, Leslie S	Address on File						
7945240	Fiske, Wayne L.	Address on File						
7931739	Flint, Alexander	Address on File						
7939668	FLOYD & MARY SUE YOUNG (0955)	Address on File						
7951848	Folkening, Mark N	Address on File						
7930505	Fonds D'actions Internationales 00908892/3.2	Fiducie Desjardins Inc.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7931420	Fonds Desjardins Actions Mondiale A Faible Volatilité 00911116/2.2	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins	C.P. 34 Succursale Desjardins	Montreal	QC	H5B 1E4	Canada
7929947	Fonds Desjardins Actions Mondiale A Faible Volatilité 00911116/2.2	Fiducie Desjardins Inc.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7929911	Fonds Desjardins Equilibre Tactique 00910763/2.2	Fiducie Desjardins Inc	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7916297	FONDS DESJARDINS EQUILIBRE TACTIQUE 00910764/0.2	Fiducie Desjardins INC	Attn: Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	HB 1E4	Canada
7930062	Fonds Desjardins Infrastructures Mondiales 00910735/0.2	Fiducie Desjardins Inc.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7937931	FOSTER, TIM & BECKY	Address on File						
7946048	Fox, Dale J.	Address on File						
7938345	Frank, Michael A. & Laila	Address on File						
7937649	Franklin F Oliveros & Zenaïda C Oliveros JT Ten	Address on File						
7945007	Franks, Carole Barish	Address on File						
7936230	FRANKS, IAIN	Address on File						
7949974	Frederick B Mugler and Alice N. Mugler as Trustee for Frederick & Alice	Address on File						
7691933	FREDERICK C KLEBAN AND SHERRY H KLEBAN JT TEN	Address on File						
7949906	Freund, Andrea L	Address on File						
7932841	Freund, Gail L.	Address on File						
7945316	Friedland, Paul Charles	Address on File						
7927010	Friedrich & Mona Schroeder JT WROS	Address on File						
7951844	Frost, Debra Jean	Address on File						
7939573	FUENTE, DENNIS M.	Address on File						
7939126	Fuhrman, Elizabeth L	Address on File						
7945792	Galbreath, Ashford Allen	Address on File						
7949299	GAM Fund Management Limited	c/o Goal Global Recoveries Limited	5 Hanover Square Suite 2300		New York	NY	10004	
7937022	Ganser, Shirley H.	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMUID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7938564	Gardner Jr., Alandress	Address on File						
7938170	Gardner, Shirley A.	Address on File						
7932227	Gary & Dorothy Craig Family Trust	Address on File						
7949740	Gary & Kimberly Goodnuff Family Revocable Trust	Address on File						
7954502	Gary & Sherrill Kuc	Address on File						
7937993	Gazze, Elaine M.	Address on File						
7949780	GELLER, MARCIA S	Address on File						
7949125	Gennuso-Kyle, Rosemaria	Address on File						
7946345	George & Jodell Banovich Family Trust	Address on File						
7937357	Gerald F. Pribil Revocable Trust	Address on File						
7936698	Geringer, Raymond J.	Address on File						
7937995	Gertrude Sandoval TR UA Sep 12 01 Gertrude Sandoval Revocable	Address on File						
7937417	Gibson, Mary Cody	Address on File						
7938982	Gibson, Ted W.	Address on File						
7935799	GILBERTSON, MARY C	Address on File						
7782476	GILBOY, BETSY R	Address on File						
7782476	GILBOY, BETSY R	Address on File						
7784459	GILBOY, BETSY ROSS	Address on File						
7932903	Gildea, Kathleen	Address on File						
7932875	Gildea, Kathleen	Address on File						
7936115	Gillespie, Janice D.	Address on File						
7932113	Gillespie, William Ralph	Address on File						
7937286	Glaisyer, Charles and Karen	Address on File						
7954423	Gleichenhaus, D. Peter	Address on File						
7945493	Glenda G. Teague Trust	Address on File						
7693541	GLENN E SUTHERLAND & KATHRYN A SUTHERLAND TR UA 10 30 13	Address on File						
7949387	Golden, Richard A.	Address on File						
7950112	GOODELL, NANCY	Address on File						
7938403	Goodman, Eleanor	Address on File						
7948889	Goodnuff, Gary	Address on File						
7949724	Goodnuff, Kimberly	Address on File						
7950297	Gottschall, Kenneth & Noreen	Address on File						
7693802	GRACE BALUBAR CUST	Address on File						
7944825	Graf, Edward D	Address on File						
7926180	Grafius, Gary Edward	Address on File						
7936478	Graham Clark Wyche II Irrevocable Trust 07/16/2004	Address on File						
7930014	Grant, John M.	Address on File						
7937234	GRANT, MARY PACE	Address on File						
7937234	GRANT, MARY PACE	Address on File						
7944292	Grasso, John A.	Address on File						
7930898	Graves, Patti	Address on File						
7954218	Greeley, Alexander M	Address on File						
7954159	Greeley, Alexander M.	Address on File						
7954399	Greenshields, Rod	Address on File						
7931563	Groce, Billy J.	Address on File						
7937475	GROSSKRUETZ, TERESA JO	Address on File						
7943263	Gupta, Narendar K	Address on File						
7939171	Gupta, Narendar K.	Address on File						
7945302	Gupta, Neeraj	Address on File						
7939500	Gupta, Neeti	Address on File						
7943320	Gupta, Rukmani	Address on File						
7931169	Gutierrez, Francisco	Address on File						
7937546	Haar, Gary Ter	Address on File						
7768245	HANS ROLF HORTIG TR	HANS ROLF HORTIG TRUST	UA JAN 28 91	PO BOX 683	SPARKS	NV	89432-0683	
7938994	HAROLD LEDFORD & MRS CARMEN LEDFORD JT TEN	Address on File						
7948908	Harris, David M	Address on File						
7950290	Harry and Bonnie Gibson Living Trust	Address on File						
7936615	HARRY E MCGINNESS, ROTH IRA	Address on File						
7938910	Hatzopoulos, Phillip	Address on File						
7950173	Hawkins, Jacqueline	Address on File						
7945445	Haywood, Katherine B	Address on File						
7694745	HEINRICH BODEKER TR	Address on File						
7926240	Heldt, Patricia B.	Address on File						
7931987	Hemingway, Anne M	Address on File						
7931918	Henry R. Shapiro IRA, WFCS as Custodian	Address on File						
7939488	Hepner, Annette R	Address on File						
7938920	HERZOG, PETER M	Address on File						
7946249	Hibbitts, Danielle	Address on File						
7938945	Higbee, James and Mary	Address on File						
7948959	Hill, Daniel C	Address on File						
7946062	Hill, Eric S.	Address on File						
7932825	Hilsabeck, Jane E	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMIID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7931680	Hocevar, Marianne	Address on File						
7931057	Hocevar, Ronald F.	Address on File						
7949704	Hollingworth, Andrew Mark	Address on File						
7940019	Holmes, Roger C.	Address on File						
7950158	Howell, Bradford	Address on File						
7936253	Howit, Linda Gayle	Address on File						
7926736	Huckabay, Susan S.	Address on File						
7954101	Huff, John N.	Address on File						
7944382	Hui, Eric	Address on File						
7954228	Ichisa, Kent	Address on File						
7954582	Interlock Industries Inc	Craig Mackin	545 S 3rd Street, Ste 310		Louisville	KY	40202	
7937245	Isaac, Clarence	Address on File						
7954608	Iselin II, O'Donnell	Address on File						
7954506	Iselin II, O'Donnell	Address on File						
7943367	ISMAIL, FERIAI I	Address on File						
7768511	IVELICH, GEORGE	Address on File						
7926248	J LAWRENCE DUGAN & CAROL A DUGAN JT TEN	Address on File						
7954550	Jacob Lloyd Elliott 1998 Special Needs Trust	Address on File						
7932823	Jacqueline S Graves Tr Ua Apr 04	Address on File						
7926302	James Bachinski IRA	Address on File						
7936133	James F Lenz Rev LVG Taust	Address on File						
7944248	James Joseph Trant Jr TOD	Address on File						
7945397	James Joseph Trant Jr Tod	Address on File						
7939981	James L Brant Tr Dated 4/4/2001	Address on File						
7944135	James R Joseph TOD	Address on File						
7949889	James T. Leak Revocable Trust, James T. Leak, Trustee	Address on File						
7950320	JAMES W ALLEN SARAH D ALLEN TTE ALLEN FAMILY TRUST U/A DTD 5-30-	Address on File						
7950050	Jennes, Michael Leonard	Address on File						
7937361	Jensen, Kenneth J.	Address on File						
7945938	Jeppson, Michael	Address on File						
7946014	Jerry Forsch, Forsch Family Trust	Address on File						
7938223	Jesse & Hedwig C Smith Trust	Address on File						
7937324	Jewik, Edward	Address on File						
7938024	Jidong Dai and Lu Jinag	Address on File						
7931066	Joan S Layne Inherited IRA	c/o Ironsides Asset Advisors	P O Box 912		Rocky Mount	NC	27802	
7936407	Johan G F Belinfante & Irene A Belinfante, JT. Ten	Address on File						
7945054	John A. Grant, Ttee Rene A. Desjardins Liv Trust	Address on File						
7945219	John Grant, Trustee Nicholas Olin Supp Needs Trust	Address on File						
7700611	JOHN L SULLIVAN &	Address on File						
7926264	John M Henderson & Sylvia M Henderson TR (UA 07/09/2016 John M	Address on File						
7938046	John Paul Duffield and Linda Taylor Duffield Trustees	Address on File						
7944234	Johnson, Gerald T	Address on File						
7943339	Johnson, Jill	Address on File						
7939582	Jones, Frank K	Address on File						
7938832	Jorge, Mario	Address on File						
7932827	Jose S Sison IRA	Address on File						
7938316	Jose S. Sison IRA	Address on File						
7945359	Joseph R. Dixon Revocable Trust	Address on File						
7932907	Josephine G. McMillan (3714)	Address on File						
7677504	JOUGANATOS, ANNA V	Address on File						
7944327	Judith Ann Haggmark & James Eric Haggmark JT Ten	Address on File						
7930764	Jue, Donald	Address on File						
7935869	Jule A Pendergraft Subject to Sta Tod Rules	Address on File						
7945325	Julia K. Babinsky	Address on File						
7936952	June M. Green Trustee & June M. Green Revocable Trust	Address on File						
7950092	Kalidonis, Kevin E	Address on File						
7926312	Kapitalforeningen PenSam Invest PSI 21 Nordamerikanske Aktier	c/o Kessler Topaz Meltzer & Check, LLP	280 King of Prussia Road		Radnor	PA	19087	
7936021	KAREN L WILHOITE IRA	Address on File						
7949946	Kasik, David J	Address on File						
7954282	KASIK, DAVID J	Address on File						
7949946	Kasik, David J	Address on File						
7954571	Kasik, David J	Address on File						
7930633	Kathpalia, Tanuj	Address on File						
7936522	Katzev, Laraine	Address on File						
7937556	Kaufman, Richard	Address on File						
7930177	Kearns, Kevin	Address on File						
7696121	KEITH, JACQUELINE J	Address on File						
7930677	Kelly, Daniel James	Address on File						
7938485	Kenaley, Kevin L.	Address on File						
7944378	Kenna, James	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMJID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7944097	Kenneth & Sharon Jones Rev Lvg Trust	Address on File						
7936096	Khozozian, Mark	Address on File						
7937660	Kim J. Koza & Catherine A. Koza	Address on File						
7939294	Kim, Gene	Address on File						
7949423	King, Kathleen	Address on File						
7938908	King, Larry	Address on File						
7938212	Kisch, Irene Lawton	Address on File						
7936389	Kleban, Frederick	Address on File						
7946000	KLEINERTZ, STEVEN R	Address on File						
7937214	Klumpp, Joan G	Address on File						
7944286	Koning, Johannes H	Address on File						
7938312	KRAUSE FAMILY LIMITED PARTNERSHIP	Address on File						
7945884	Kuhn, Janis	Address on File						
7937920	Kushner, David M.	Address on File						
7937502	Kuznetsov, Dimitri	Address on File						
7944374	L Wang & M Wang Trustee	Address on File						
7931346	Labancz, Mark J.	Address on File						
7944338	LANDMAN, MICHAEL D	Address on File						
7954544	Lawrence P. Bowen Rev. Living Trust	Address on File						
7937799	Layne, Joan Stacy	Address on File						
7950127	Leak, James T. and Kathleen A.	Address on File						
7951910	Lederer, Bunny	Address on File						
7945300	Lee, Aleck	Address on File						
7945812	Lee, Chiu K.	Address on File						
7926833	Lee, Janet S.	Address on File						
7931812	Lee, Timothy	Address on File						
7943342	LEIBENSON, DAVID	Address on File						
7937790	Lemhi Frontier, LLC	4900 Falls of Neuse Road			Raleigh	NC	27609	
7949257	Lemieux, Anthony	Address on File						
7938882	LENHOFF, SAUL G	Address on File						
7945217	Lentz, Marilyn	Address on File						
7943337	Lerman, David S.	Address on File						
7938912	LERMAN, MARILYN R	Address on File						
7951827	Lewsley, Harry	Address on File						
7926776	Lisa L. Zahren as Trustee	624 West Upsal Street			Philadelphia	PA	19119	
7937251	LITLE, WILLIAM	Address on File						
7946191	Liu, Hsing Hsyang	Address on File						
7936135	LIU, MICHAEL	Address on File						
7949798	Loadvine, William D.	Address on File						
7932879	LoBello Jr, Anthony J.	Address on File						
7939557	Loh, Lena	Address on File						
7936491	Longshore, Larry J	Address on File						
7938460	LOREE P GARDNER TRUST	Address on File						
7945451	LOUIE, LAWRENCE PAUL	Address on File						
7943151	Louie, Lucia	Address on File						
7939233	Loukes, Gerald L	Address on File						
7936857	Lu, Alison	Address on File						
7937314	Lucas, Peggy Renee	Address on File						
7954115	LUO, WENDY	Address on File						
7938117	Lynch, Lynne M.	Address on File						
7937364	Lynch, Peter A	Address on File						
7937704	MacDougall, Bruce & Christine L	Address on File						
7949141	Maggi, Aldo	Address on File						
7929660	Maine Public Employees Retirement System	Barrack, Rodos & Bacine	Attn: Leslie Bornstein Molder	3300 Two Commerce Square 2001 Market Street	Philadelphia	PA	19103	
7937178	Makkena, Ramachandra R.	Address on File						
7931916	MALALI, CALSEL	Address on File						
7936912	Mallinckrodt Group Inc. Trust	266 Gentry Drive	Bryan Birch		O'Fallon	MO	63366	
7937988	Margaret Harmeyer - RW Baird	Address on File						
7699207	MARRELLO, JIULIETTA	Address on File						
7944793	Martin Applebaum IRA	Address on File						
7938293	Martin, Barbara J	Address on File						
7938193	Martin, Barbara J.	Address on File						
7927848	Marusek, Richard J.	Address on File						
7944807	Mascotte, Nancy L.	Address on File						
7931513	Mattera, Jacqueline	Address on File						
7927188	Matthew C. Cebulski, Dolores Cebulski JT	Address on File						
7950136	Maurer, Theodore A	Address on File						
7954459	Maurice J. McNamee and Judy B. McNamee, JT TEN	Address on File						
7938892	McBee, Kay Bailey	Address on File						
7931249	McCarthy, Dorothy J.	Address on File						
7936518	McDonald, Melvin	Address on File						
7931641	McGinness, Harry E & Linda L	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMIID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7938928	McLeod, Manfred	Address on File						
7937978	Melvin, Robin Stacy	Address on File						
7951033	Mercola, Gerald	Address on File						
7940011	MERRARO, BILLU	Address on File						
7944298	Meyer, Charles A.	Address on File						
7950917	Meyerott, Jannine	Address on File						
7951196	Meyerott, Robert	Address on File						
7950224	Meyerott, Robert	Address on File						
7945549	Michael A. Tasaka Trust	Address on File						
7948793	Michael Kruger Living Trust	Address on File						
7937938	Michaely, May	Address on File						
7937631	Michaely, Roy	Address on File						
7937615	Michelle G Henny TTEE Marinus Henny Family Trust	Address on File						
7945997	Miller, Linda K	Address on File						
7951218	Miller, Robert J.	Address on File						
7938818	Minzenmayer, Ann	Address on File						
7937355	MLPFS Cust FBO F. Joan Radley IRA	Address on File						
7954445	Moeller, Justin	Address on File						
7926145	Moline, Gary L	Address on File						
7946255	Montgomery, Albertha	Address on File						
7932400	Montgomery, Kenneth	Address on File						
7777986	MOORMAN, DAVID J	Address on File						
7927196	Moss, Mara & Andrew	Address on File						
7937107	Mulligan Haines, Mary	Address on File						
7937375	Mulligan-Haines, Mary	Address on File						
7937157	Myers, Rebecca	Address on File						
7949325	Nash, Thoams K.	Address on File						
7950191	Nash, Thomas K.	Address on File						
7931549	Nash, Thomas K.	Address on File						
7928887	NASH, THOMAS K.	Address on File						
7928090	NASH, THOMAS K.	Address on File						
7954524	Natalicchio, James C.	Address on File						
7945230	Nemec, Allen R Nemec and Patricia Pasquesi	Address on File						
7949341	Nerpouni, Karen R.	Address on File						
7926155	Nevill, Edward	Address on File						
7937453	Newberg, Cynthia Santos	Address on File						
7936043	Neyhart, Dirk	Address on File						
7937665	Ng, Freddy S	Address on File						
7949223	NICKOLAKAKOS, ROBIN G	Address on File						
7950230	NIELSEN, CHRISTEN A	Address on File						
7948748	Nielsen, Perry	Address on File						
7949357	Noel D. Sidford, Ttee	Address on File						
7927860	Noffsinger, Cleetis	Address on File						
7937249	Nugent, Courtney Lynn	Address on File						
7938388	Nyitray, Lawrence M.	Address on File						
7938307	Nyitray, Lawrence M.	Address on File						
7932821	Oaks, Jeffrey S.	Address on File						
7944514	Obst, Alice Ford	Address on File						
7944307	Obst, Gary	Address on File						
7954532	O'Donnell and Kimberly Iselin Living Trust dated 5/5/2016	Address on File						
7944321	O'DONOVAN, MARY	Address on File						
7939919	Oliver, Willard V.	Address on File						
7938481	Olliges, Brian P.	Address on File						
7929932	One Fin Capital Master Fund LP	One Letterman Drive, Bldg C, Suite C3400			San Francisco	CA	94129	
7938441	Osbourne, James L	Address on File						
7937303	Pacifico, Agatha	Address on File						
7931605	Packo, Dennis	Address on File						
7939949	Padgham, Richard C	Address on File						
7948462	Pagenkoff, Robert F.	Address on File						
7944870	Palmer, Bonnie M.	Address on File						
7931718	Parente, Anthony L	Address on File						
7937538	Parker, III, Ronald	Address on File						
7950186	PARKS, IAN NICHOLAS	Address on File						
7939357	Pasternak, Ronald and Linda	Address on File						
7935881	PATEL, PRAVIN H.	Address on File						
7950299	Patricia A. McGuinn Northrop & Clyde M Northrop	Address on File						
7931109	Patt, Michael A.	Address on File						
7939865	Paul M. Ko & Maggie W. Ko, Trust UA 4/10/2004	Address on File						
7931454	Paul R Oswald and Linda L Oswald Ttees Paul R Oswald and Linda L Oswald	Address on File						
7937683	Pfeifer, William	Address on File						
7949757	Phillip W. Bode & Glynden P. Bode JTWROS	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMUID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7936186	Piechocki, Carol M.	Address on File						
7938240	Pierce, Steven James	Address on File						
7943242	Pinardi, Edward D.	Address on File						
7938005	Pittard, Mack W.	Address on File						
7951884	Polli, Jennifer L.	Address on File						
7951868	Polli, Jennifer L.	Address on File						
7936417	Poole, Robert M.	Address on File						
7949132	Porter, Don	Address on File						
7949291	Porter, Don	Address on File						
7949921	Presbyterian Church of Chatham Township Endowment Fund	240 Southern Boulevard			Chatham	NJ	07928	
7949732	Presbyterian Church of Chatham Township Pastoral Housing Fund	Address on File						
7951898	Prestigiacomo, Kathy Sue	Address on File						
7937956	Procopio, Leonard P.	Address on File						
7937159	Purser, Gerald	Address on File						
7945535	Rafferty, Mary E	Address on File						
7938848	Ramsey, Ruth G	Address on File						
7938163	Randy E Dukeman IRA	Address on File						
7938034	Ranks, Steven P.	Address on File						
7949011	Ratliff, Gregory M	Address on File						
7931070	Rawn-Schatzinger, Viola	Address on File						
7938115	Raymond C Platt Exemption TR	Address on File						
7931336	RAYMOND JAMES FBO RICHARD ALLEN SCHATZINGER IRA	Address on File						
7954230	Raymond James FBO Yasuko Y Bowers IRA	Address on File						
7937345	Raynor, Abigail B.	Address on File						
7928967	REGIME RETRAITE DES EMPLOYES DE VILLE DE LAVAL 00911570/0.2	FIDUCIE DESJARDINS INC.	Attn : Reorg MTL1-34e-B	1 Complexe Desjardins CP 34 Succursale Desjardins	Montréal	QC	H5B 1E4	Canada
7937044	Reidy, John A.	Address on File						
7946183	Rhine, Gary	Address on File						
7938255	Richard & Bonnie Blauwkamp TTEES Blauwkamp Living Trust	Address on File						
7932909	Richard J. Marusek IRA	Address on File						
7938172	Richard Kaufman (IRA Rollover)	Address on File						
7938151	Richard Kaufman (SEP IRA)	Address on File						
7943414	Richard S. Glass & Sandra L. Glass U/A DTD 8-16-2011	Address on File						
7937074	Richard S. Kaufman Trust U/A dated 08/30/1994	Address on File						
7935946	RIDDLE, JOHN M	Address on File						
7939647	Riley, Craig S.	Address on File						
7930315	RMSH LLC	Address on File						
7937896	Roberson, Robert E.	Address on File						
7945854	Robert & Margaret Sakai Trust	Address on File						
7949822	ROBERT A MASUCCI TTEE ROBERT A MASUCCI TRUST AGREEMENT U/A DTD	Address on File						
7940003	Robert Degraça & Margaret Degraça	Address on File						
7938860	Robert F & Joan L Miller Rev Trust Joan L Miller Trustee Robert F Miller	Address on File						
7935999	Robert L Sabin Decendant's Trust	Address on File						
7931872	Roberts, Mark E	Address on File						
7929964	Roberts, Mark E & Sherry L	Address on File						
7936456	Robin Stacy Melvin Inherited IRA	Address on File						
7937705	ROBINETTE, AMBRE D.	Address on File						
7931471	Rockey, Rose	Address on File						
7949989	Rodgers, Jack & Judy E.	Address on File						
7937702	Rogers, Donna F.	Address on File						
7927038	Rogers, Helen W	Address on File						
7950079	Romeo, Paul	Address on File						
7949235	Ron H Oberndorfer (SIMPLE IRA)	Address on File						
7950228	Ron H. Oberndorfer (IRA Standard)	Address on File						
7940054	Roos, Robert F	Address on File						
7773908	ROSE JR, JOHN J.	Address on File						
7931486	Rose Rockey Beneficiary of IRA	Address on File						
7931426	Rose Rockey TTEE Rockey Rev. Trust	Address on File						
7944268	Roth, Joann S	Address on File						
7930196	Ruhnke, Jr, Edward E	Address on File						
7939091	Rumbold, John G	Address on File						
7956467	Russell, Nancy H.	Address on File						
7927852	Rustad, Mark	Address on File						
7938502	RUTBERG, JACK	Address on File						
7943149	Ruth, James B	Address on File						
7948895	Ryerson, Thomas W.	Address on File						
7950332	S Bissada & N Bissada TTEE Samia Bissada	Address on File						
7937809	Saire, Donald Edward	Address on File						
7949953	Salzman, Nora	Address on File						
7931602	Sandlin, Grace	Address on File						
7928860	Sands, Brian	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7939765	Sarikakis, Paul	Address on File						
7944365	Sawdewy, Kenneth M.	Address on File						
7931176	Sawyer, Amy S.	Address on File						
7936329	Saxenian, James	Address on File						
7937447	Sayre, Steva F. & Mary L.	Address on File						
7944240	Schaefer, Garrard Kelly	Address on File						
7932911	Schaefer, Larry J.	Address on File						
7936482	SCHILLER, ROBERT WARREN	Address on File						
7954158	Schleder, Andrew Joseph	Address on File						
7937206	Schuylkill Lodge #138 Reidler Account	Address on File						
7937912	Schwartz Irrevocable Trust	Address on File						
7927062	Schwefel, Vicki L	Address on File						
7936059	Scott Family Rev Living Trust	Address on File						
7936880	Sebastinelli, Kristen	Address on File						
7949857	Segall, Joel A	Address on File						
7938888	Selda, Dorthe Astman	Address on File						
7951920	Seymour, Herbert and Earlene	Address on File						
7945383	Shaloo, Andrea J	Address on File						
7949379	Shames, B Samuel	Address on File						
7938896	Shamiyeh, Michele Marie	Address on File						
7954636	SHANEL, MADLYN	Address on File						
7939544	Sherred, Terry	Address on File						
7951954	Sherwood, Mark and Melanie	Address on File						
7937095	Shoup, Barbara J	Address on File						
7949726	Sidford, Noel D.	Address on File						
7949730	Sidford, Noel D.	Address on File						
7927872	Simpkins, Philip	Address on File						
7946275	Sironen, Gregory William	Address on File						
7926224	Sloan, John Dalton	Address on File						
7927884	Smeathers, Jeffrey A	Address on File						
7932833	Smiley, Thomas E.	Address on File						
7938495	Smith Jr, Donald B.	Address on File						
7938098	Smith, Charlene Joye	Address on File						
7927147	Smith, Christine	Address on File						
7945816	Smith, Julie	Address on File						
7946215	Smith, Mary Elizabeth	Address on File						
7926792	Sole, Scott A.	Address on File						
7944905	Spangler, Gary W	Address on File						
7928848	Spott, Thomas	Address on File						
7939355	St. George's Orthodox Church	Address on File						
7937496	Staler, William L.	Address on File						
7931004	Steding, Cynthia Louise	Address on File						
7950144	Stefko, Myrta	Address on File						
7936999	Stenjem, Sherry	Address on File						
7936622	Stephen P Matchett SPM-NTK Estate	Address on File						
7944026	Stephenitch, David M.	Address on File						
7954628	Steve and Kristina Stone	Address on File						
7930488	Steven D Carson Family 2018 Dynasty Trust 02/19/2018	Address on File						
7938303	Stiegman, Kenneth George	Address on File						
7949063	Stoeppel, Kelly	Address on File						
7937605	Sullivan, Paul D	Address on File						
7945736	Sutton, Maurice S.	Address on File						
7949148	SVALLIN, JONAS	Address on File						
7954214	Swartz, Frederick	Address on File						
7954175	Sweet, Antonia	Address on File						
7954490	Sweet, Deborah L.	Address on File						
7945248	Sweet, Deborah L.	Address on File						
7937238	TALIANI, JAMES	Address on File						
7939399	Tarick Shamiyeh, Roth IRA	Address on File						
7938241	Taylor & Diane Yates 2005 Tr	Address on File						
7936647	Teresa Carson Wyche Family 2018 Dynasty Trust	Address on File						
7937439	Terry, Denise	Address on File						
7931646	The Agostino Isola TR Marie L. Crociani TTEE U/A DTD 4-15-2009	Address on File						
7937267	The Chin and Hoffmeister Trust	Address on File						
7936926	The Chin and Hoffmeister Trust UA 08/11/2016	Carolyn Chin	1870 Funston Ave		San Francisco	CA	94116	
7936651	THE MASTER TRUST BANK OF JAPAN, LTD, AS TRUSTEE FOR MDAM FOREIGN	Address on File						
7938383	The Master Trust Bank of Japan, LTD. As Trustee for Meiji Yasuda USA Minimum Volatility Equity Fund	Address on File						
7947606	The Robyn Weiss Rev Trust U/T/A DTD 6/21/2016	Address on File						
7937082	The Scott Z. Garfinkel Living Trust, Scott Z Garfinkel, Trustee	Address on File						
7938596	THE TEREITIEV FAMILY TRUST	Address on File						

Exhibit F
Supplemental Late Filed Service List
Served via First Class Mail

MMJID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7684001	THODT, CRAIG A	Address on File						
7927882	Thomas A Steinbrenner Trust	Address on File						
7937349	Thompson, Patricia A	Address on File						
7948876	Tileston, William W. and Nancy F.	Address on File						
7932851	Timara L Bobo Rollover IRA	Address on File						
7931709	Timothy J. Rozinski Irrevocable Trust	Address on File						
7939045	Tissue, Troy Rhys	Address on File						
7695025	TOUCHTON JT TEN, HENRY H & SUZANNE L	Address on File						
7938842	Triplett, Mary F.	Address on File						
7939231	Vanderover, Susan G.	Address on File						
7951186	VanGorden, Noel	Address on File						
7951305	VanGorden, Noel	Address on File						
7677148	VANINETTI, ANGELA	Address on File						
7945932	Veenema, Bridget Venturi	Address on File						
7786358	VERZI, ANN	Address on File						
7930937	Victoria Carson Wyche IRR Trust 07/16/2004	Address on File						
7954395	Vine, Milton D	Address on File						
7937147	Viola Rawn-Schatzinger IRA	Address on File						
7930446	Violet A Carson 2004 Restated Revocable Trust 07/16/2004	Address on File						
7943273	VON ENGEL, MARCUS	Address on File						
7939139	Wagner, Patricia A.	Address on File						
7926878	Waltman, Ann M	Address on File						
7937783	Waszak, Martha S.	Address on File						
7938014	Waszak, Robert M. & Martha S.	Address on File						
7937337	Weber, Sherry	Address on File						
7954461	Wechsler, Sarah	Address on File						
7954177	Wechsler, Sarah C.	Address on File						
7938880	Weenum, Lillian Joyce	Address on File						
7949056	Weisz, Giora	Address on File						
7949031	WELBORN, SANDRA H	Address on File						
7943411	Wendel, Bruce	Address on File						
7938007	Wertz, Carolyn Schmidt	Address on File						
7937180	Whatley, Jr., Ray A.	Address on File						
7938961	White-Schaeffner, Cheryl L.	Address on File						
7936965	Wiersema, Maurits	Address on File						
7945280	Wild, Joseph	Address on File						
7765921	WILLEM J ENGEL	GRAANHUS 14			BEINSDORP		2144 KX	THE
7949188	William and Marlene Loadvine Ttees	Address on File						
7936331	William B Chase & Patricia A Cobleigh	Address on File						
7949771	William Loadvine and Marlen Loadvine Trustees Claire Irr Trst	Address on File						
7939732	William S. Wagner Jr	Address on File						
7937510	WILLIAMS FAMILY FOUNDATION	626 E. PLATTE AVE.			FORT MORGAN	CO	80701	
7950013	Williams, Carole Corcoran	Address on File						
7927227	Williamson, David and Susan	Address on File						
7944256	Willner, Selma	Address on File						
7939767	Withers, Larry J	Address on File						
7950467	Wolsky, Gilbert	Address on File						
7944103	Woolsey, Wayne A	Address on File						
7938898	Wunder, James F	Address on File						
7930705	Wyche, Graham Clark and Teresa Carson	Address on File						
7930852	Wyche, Teresa Carson	Address on File						
7938369	Yau, Dengwei David	Address on File						
7932847	Yee, Jeffery S.	Address on File						
7944061	YEH, CHAO-TUNG	Address on File						
7937025	York, Jo Ann	Address on File						
7926167	Young, Stephen Warren	Address on File						
7932041	ZAHR, SABINE G	Address on File						
7949868	Zakala, David L.	Address on File						
7945870	Zemitis, George	Address on File						
7927858	Zensius, David	Address on File						
7927834	Zensius, Karen	Address on File						
7937906	Zhang, Chang	Address on File						
7949942	Zia, William	Address on File						
7945347	Zygner, Jack	Address on File						

Exhibit G

Exhibit G
Supplemental Movant RoD Service List
Served via First Class Mail

MMLID	Name	Address 1	Address 2	Address 3	City	State	Postal Code	Country
7964018	Denise Kranz, Esq. (as Trustee for the Susan Goldberg Trust)	Address on File						
7964014	Edgein, Elaine	Address on File						
7964019	James & Dorothy Rowins	Address on File						
7964020	Marsico, Winifred	Address on File						
7964017	MORRISON, MIRIAM	Address on File						
7964013	Schiveley, Richard	Address on File						
7964016	SOKOL, BARBARA	Address on File						
7964015	Wagner, Bonnie	Address on File						